MARVEL
MODERN ERA
EPIC COLLECTION

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SPIDER-GIRL

KEEPING THE FAITH

SPIDER-MAN'S DAUGHTER GOES BACK IN BLACK!

The fearsome foes keep coming as Spider-Girl faces the new Doctor Octopus — and the old Man-Wolf, A.K.A. John Jameson! But as "Mayday" Parker fights to protect NYC from an army of invisible invaders, the Buzz finally discovers her secret identity — or does he?! The Black Tarantula renews his efforts to lure Spider-Girl to the dark side. Could that be why she's donning a black costume of her very own? When her dad did that, it led to the birth of Venom — and it won't be long before the sinister symbiote is back and targeting May's closest friends! To stop this deadly villain may require the aid of the Avengers and the Fantastic Five! Plus: the fury of the Goblin Queen, the machinations of Kaine and the return of Aftershock — and her dad, Electro!

SPIDER-GIRL (1998) #68-84

The Modern Era Epic Collections feature the best characters and stories from Marvel's modern age. Volumes are not published in chronological order — so start your collection today with this edition, and look inside for a complete list of available and upcoming releases!

EPIC VOL. 5
2004-2005

MARVEL

MODERN ERA EPIC COLLECTIONS

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SPIDER-GIRL

KEEPING THE FAITH

VOL. 5

2004-2005

SPIDER-GIRL #68-84

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SPIDER-GIRL KEEPING THE FAITH

VOL. 5

SPIDER-GIRL *(1998)* ***#68***

THE RULES!

A cold wind rips through your costume fifteen stories above the streets of *Forest Hills* as you hurtle your body from one silken strand of webbing to the next.

You've never felt so alive--***so free!***

Of course, that changes the instant you catch sight of a ***ball*** bouncing between two parked cars--

--and the ***figure*** darting behind it.

You react immediately, moving without conscious thought.

It's what you do whenever an innocent life is threatened.

Your name is ***May "Mayday" Parker*** and you are the daughter of the one true ***Spider-Man.***

W-What the--!?

No need to panic!

You've just been rescued by your friendly, neighborhood web-swinger.

The DAILY BUGLE

I don't want to sound like an after-school special--

--but you'd be a road stain right now if I hadn't snagged you.

The DAILY BUGLE

I assume you know about looking both ways before stepping into the street.

Quit harassin' me!

What? You think you're my *mother?*

Besides, we both know the *real* reason you tackled me.

What the heck are you talking about?

Don't fight it, baby. You know you want me.

Give me some *sugar!*

Hoo-Boy!

Stupid, rude and crude--you're a prize all right!

WSHOOK!

You need to learn some manners, you ungrateful little snot.

I'm almost *sorry* I saved you.

You're still steaming a few city blocks later when you suddenly hear...

BDAM!

BDAM!

BDAM!

Sounds like trouble.

Hmm, maybe it's someone who'll appreciate your help.

Either way, you've got a responsibility to check it out...

Oh, happy day!

It's *Mr. Rude'n Crude* himself.

You losers chose the *wrong* day to shoot at me.

Not that there's ever a *right* day.

ZAKKKK!

ARRRK

I've never been particularly fond of attempts on my life.

They make me angry--*real angry!*

He calls himself the *Buzz*, but his real name is *Jack Jameson* and he's one of your classmates.

If you're willing to put all that work into stealing a truck, the least you could do is mount a decent struggle when I try to stop you.

I mean--*c'mon, guys*--you outnumber me eight to one and I'm starting to look like a bully.

Maybe you'd rather look *dead!*

Excuse me--was that supposed to be a *threat?*

You can't threaten me.

Just like you can't sneak up on me.

My helmet gives me *360-degree vision*--

PTH

EEE!

--and my *fly-paper* is perfect for clogging guns.

I guess I could use my ***bug zapper*** to flatten the rest of you guys, but I prefer the personal approach.

What do you say to a round of ***concussions*** for the boys?

Why am I suddenly picturing the words ***"excessive force"*** on the front page of tomorrow's ***Daily Bugle?***

What's the deal with these guys, anyway? They part of a big gang or something? You seemed to go at them awfully hard.

Whoa! What's with all the attitude? Since when are you so sensitive?

...asks the girl who's butting into my business.

Get OFF my back, lady! Do I criticize the way ***you*** thump thugs?

You smirk beneath your mask, knowing that JJ would be a lot politer if he ever learned you were secretly ***May Parker.***

The two of you used to date and he still has a thing for you.

Look, I--

Sorry. I've been twitchy since I heard ***Dr. Jade*** might be back in town.

Jade... ***Jade...***isn't she the scientist working with ***Dr. Octopus?***

Yeah, I was trying to get a line on her when I stumbled on these idiots by mistake.

I'd be glad to help you track her down.

No thanks, it's kind of ***personal.***

I won't ***fail*** again.

ZZZZZZZZ

Even as the Buzz streaks skyward, you suddenly wonder if he's still talking about Jade--

--or his recent failure with *Nancy Lu.*

That you, *Jack?*

Hey, Grandpa-- what are you doing up so late?

Waiting for you. You should have been in bed hours ago. Where have you been?

I was just-- y'know--goofing around with some guys.

...ER-MAN: ...REAT ...NACE

DAILY

MOB BOSS TAKE DOWN

Goofing around?

Unacceptable, Jack.

I expect you to obey my rules as long as you live under my roof.

You're right, Grandpa...and I...I'm sorry.

I just lost track of time.

I don't mean to be rude, but could we finish this conversation tomorrow? I'm kind of tired now.

Are you all right, son? Does this have anything to do with the fact that your parents are coming in for a visit next week?

You *kidding?*

Can't wait to see the old parental units.

It'll be all hugs and kisses for a few days--

--before they jet back to Europe to continue Mom's lecture tour and everything returns to normal.

We can only hope.

The night passes all too quickly and early the next morning...

PARKER!

MIDTOWN SCH

What's up, Coach Thompson?

You and I need to talk.

Courtney and I have an English class in a few minutes. Would you like me to drop by your office later?

Nah! This can't wait. I'm sure Duran won't mind--*will you?*

Uhhhh...be my guest, Coach.

Look, Parker, I know you're upset by the way the school bungled the whole situation with *Nancy Lu.* What can I say? We messed up.

The district basketball league was giving us a lot of heat for letting a mutant play against normal kids.

But things are finally starting to cool off.

We need to put our basketball program back together and move on.

I want you to reconsider your decision to quit the team.

I... I *can't,* Coach.

My decision is final.

Where's your school spirit? Your sense of responsibility?

The other girls on the team are your friends, Parker.

They're counting on you.

I...

I have to get to class, Coach.

Wow!
That was kind of intense.
Are you okay--I mean really?
I know how much you love basketball.
I hope you didn't quit the team for the wrong reason.
Trust me, Courtney...I have my reasons.
Hey, girls! Brad and I were just hanging out, waiting for English to start.
And reviewing yesterday's notes never occurred to you?
Moose and I were just saying we like your new look, May.
How about we hit the mall after school so you can show it off?
I can't do it this afternoon. Sorry, I already have plans.
You want to review those notes, Courtney?
Talk about intense. You used to have the biggest crush on Brad Miller--
--but you can't stand being around him ever since you learned he might be a bigot.
C'mon, May! You still owe me a rain check from your--
HEY!
Is that you, Miller?
I didn't recognize you in the daylight.
JJ!

What's wrong with you, Jameson?

You ran into me on purpose.

Are you accusing me to my face, Miller?

I thought you would have preferred to skulk behind my back.

I...I don't know *what* you're talking about.

Don't you? Think *real hard.*

Moose, we have to stop this before it gets out of hand.

Why? I'm pretty sure Brad can take this jerk.

Ooooo-- MEN!

May!

I'm with you, Court.

Gentlemen! GENTLEMEN! Need I remind you that Midtown High has a *Zero Tolerance* policy when it comes to violence--

--and another student was recently suspended for fighting?

Yeah, but that was *Nancy Lu* and she's a *mutie.*

That tears it, big mouth-- *it's go time!*

ENOUGH, tough guy!

We're *going!*

Leave me alone, May! I just want to pop him a few times.

How come you're so worried about *him,* May? We used to be friends. Why are you suddenly taking *his* side?

But I'm *not...*

RINGGGGGG!

Great! There's the bell. Now we're both late for class.

I...I didn't mean to involve you, May.

Are you deliberately trying to get yourself expelled? I'm sure there are easier ways than picking a fight with Brad Miller.

Yeah, but they wouldn't be as much fun.

I hate that smug little wuss.

Why do you say that, JJ? What do you know that I don't?

I'd really like to tell you, May--

--but guys don't rat on other guys.

ARRRGH!

I just want to punch his face in.

JJ! I really don't like this side of you. You're starting to scare me.

Please promise me that you'll keep that temper under control.

I...

I'll *try*.

The rest of the school day passes slowly and without incident--

--although you do catch the Tarzan twins eying each other during lunch.

Face it, they're headed for disaster and that's not your only problem.

Considering your history, shouldn't you give Brad the benefit of the doubt?

Don't you owe him a chance to explain himself?

Then there's JJ...

...as sweet as a puppy one minute...

...and a raging tiger the next.

And, of course, there's the *third* man in your life--

--the one who got *away!*

Hi, Spider-Girl!

MIDTOWN MEDICAL CE

Oh, isn't this wonderful? *Raptor* is here--

--the woman *Normie Osborn* chose over you.

Normie and I were hoping you'd visit today.

The doctors say his recent wounds are healing nicely and he should be discharged soon.

Come on in and help us celebrate the great news!

Why does she have to be so warm and friendly--

--when you just want to tear her hair out--

--and steal her boyfriend?

You spend an awkward half-hour making supportive small talk like a two-faced little witch, and then you web back into the soap opera you laughingly call your life...

Using your handy dandy tracking gizmo, you zero on the ***spider-tracer*** you slipped under JJ's collar, arriving just in time to watch him sidle up to an old delivery van.

What's with this boy?

Hey, Richie--you waiting long?

Long enough. Come on in.

You get a line on Jade?

Been tryin'. She's been trying to kill us both and steal your super-suit.

Since her people seem to be hitting high tech facilities that specialize in bio-research, I made a computer model that projects a number of likely targets.

And I suppose you want me to check out these places.

JJ enters the van--

--and the *Buzz* exits it!

Unless you want to switch jobs and stay in the van, providing tech support--

--while I fly around and make like a hero.

Nah, no sense messing with a winning formula.

Interesting...

PARKER, over here!

Hope you don't mind, I started without you.

Still wearing those geek sweaters, I see.

What can I say, Flash? The chicks love 'em.

NO PARKING

Can't argue with your success on that end. How are Mary Jane and the new baby?

They're both great and MJ sends her love.

It's been way too long since we've hung out together, Pete.

I was surprised to hear from you--

--until I realized that you probably called to discuss May's decision to quit your basketball team.

I could really use your help, Pete.

What do you think? Can you convince her to change her mind?

You have a teenage daughter, Flash--how often does she listen to you?

SPECIALS

This is serious, Pete. I could lose my job. The league's talking about suspending me for allowing a mutant on my team.

Like I had any idea!

May's my top scorer and I need to prove that I can still field a winning team.

I wish I could help you, Flash--

--I really do.

KER-RASH!!

Go! Go! Go! We must keep to the timetable and accomplish our mission.

The boss doesn't tolerate failure.

That's the device we came for. *Hurry!* Get the helicopter into position and drop the loading cables.

Everything is moving like clockwork. We'll be long gone before anyone can stop us.

Hate to spoil your fun, fellas--

--but there's a *fly* in your ointment!

It's the Buzz. Jade warned us he might try to interfere.

Did she?

And you still came out to play?

Not very bright, are you?

KA-

THWOK!

Well, maybe you'll pay attention to the nice big *"I-told-you-so"* waiting for you at home.

Whoa! What the heck's going on here?

Could this crew be working for JJ's mysterious *Dr. Jade?*

You barely remember her--

--but she's got to be a major player if she can afford a ride like *that.*

Whatever! JJ's your primary concern.

You're just here to watch his back--

--and prevent him from doing something he'll regret!

Where is JADE?

Uh-oh! Sounds like JJ's on the verge of a total meltdown.

T-This can't be happening. He's got to calm down. He can't afford to lose his temper.

With the power the Buzz possesses, *lives* could easily be lost if he goes ballistic!

Tell me what she WANTS!

TELL ME!

TELL ME!

WHY has she returned?

Tell me that's the ever-beautiful *Davida Kirby* headed toward me.

It was nothing. The guy was just being a jerk like usual.

Save the syrup for someone who isn't wise to your scheming ways, Brad.

What's this I hear about a fight between you and *Jack Jameson*?

I'm guessing he's just cheesed because *Nancy Lu* had to transfer out of Midtown--

--although you'd think he'd be grateful.

What are you talking about, Brad? They were pretty tight.

That's exactly what I'm saying! You did JJ a favor when you exposed Nancy as a mutant.

Y-You... you're *kidding*... right?

Hey, we already *know* she was using her powers to cheat on the basketball court.

Brad! That's only speculation. It's never been proven.

Don't be naïve! The girl had an unfair advantage. I'm sure she was exploiting it. That's only human nature.

For all we know, she might have been messing with our brains.

As far as I'm concerned, you did real *good* when you exposed her.

Jade must pay you clowns real well to instill such blind loyalty.

I assume she also covers medical expenses.

Here's hoping you also get a bonus for each broken bone.

PTWAM!

UGNNN

W-We *can't*-- *we won't* betray her--no matter what you do to us.

I admire your commitment--

--especially since you're risking permanent injury or worse!

B-But Jade'll kill us if we talk.

SKWAHH!

And what do you think will happen if you *don't*?

That's *enough*, Buzz! These men are already down. I won't let you beat on them anymore.

Get out of my way, Spider-Girl. I know what I'm doing.

P-Please don't hit me again!

You need to get hold of yourself.

You're supposed to be the good guy, remember?

Back off, Spider-Girl! You're going to ruin everything.

The situation is under control.

He sounds so rational--so *self-assured!*

Could you have misjudged him? Is it possible that he was only faking and trying to bluff these--

Buzz, it's a trap!

You manage to spring to safety, but his battle-armor slows him down and...

KZZZZAK!

Buzz!

JJ, can you still hear me?

The crazy copter must have hit you with some kind of electro-magnetic pulse.

Your entire system is *off-line* and I'll need a few minutes to *reboot* you.

The boss's plan worked like a charm.

You're all *awake?*

We were never unconscious.

Our uniforms were designed to cushion his strongest blows.

This was all a set-up. You always planned to zap him--

--*and I HELPED!*

Rush her! You must hold her off until the Buzz is secure.

Move it! Get the steel net around him.

That little girl is smashing through our men like an army of one.

Almost done! Signal the chopper and tell them to start hauling.

OH, NO!

NO!

Wave good-bye to your boy-friend, Spider-Girl!

You're too late. You can't save him now.

I'll find a WAY!

That's kind of the job description of being a hero.

THUMPPP!

With no time to plan, you react instinctively--

--using your spider-like powers to plant yourself on the nearest wall!

What the--?!

Is she crazy? It looks like she's stuck to the wall.

A fat lot of good that'll do her. This winch was designed to lift armored vehicles.

Increase the POWER!

URRRRK!

This wasn't exactly your brightest idea, girl.

Maybe you should have just hitched a ride with the Buzz--

--and tried to fight your way out of the copter.

UGNN!

But you don't know what's waiting for you up there--

--and the Buzz is just dead weight for the foreseeable future.

Think, girl-- *think!*

You need another plan. You can't hold on much longer.

This wall is solid cinderblock. It's an immovable object--

--and the winch is starting to feel like an invincible force.

The strain is growing worse by the moment.

The pain is almost unbearable.

Every muscle feels like it's on fire.

It's only a matter of time before your arms are yanked from their sockets unless--*the NET!*

You need to focus on the net, girl.

Those links may be composed of solid steel--

--but you're the daughter of *Spider-Man!*

Concentrate! You just have to fight the pain and somehow find the strength to pull the net toward you--

--until you've gained enough leverage to rip it apart.

You can do *this,* girl!

Yes, you *can.*

Failure is not an option.

You will never surrender!

You just CAN'T!

SKRAKKK!

WHUMMP

I finally managed to reinitialize your battle armor, JJ.

Can you confirm that all systems are green?

Yeah.

Yeah.

Roger wilco.

How you feeling, Spider-Girl?

I...ache in places...I never knew existed.

What were you thinking with that crazy tug-of-war?

Why didn't you just take the fight into the copter?

Just what I need--a Monday morning quarter-back!

You really made a hash of things.

I might have broken these guys if you hadn't interfered.

Now they'll just lawyer up and wait for bail.

I lost my only lead to *Dr. Jade*, thanks to you.

Here's a thought, Buzz-- ***BUZZ OFF!***

In case you didn't notice, I just saved your sorry butt.

Maybe that's how *you* see it.

As far as I'm concerned, I wouldn't have been captured if you hadn't distracted me.

You don't know nearly as much as you *think* you do--

--and the world doesn't revolve around you.

Stay out of my business!

I won't warn you again.

I regret to inform you that the mission failed on all counts.

We lost nearly a dozen operatives--

--and did not acquire the **Buzz** or the apparatus you desired.

How do you justify such utter incompetence?

I cannot, Dr. Jade. I have no defense...other than to say that we did not factor **Spider-Girl** into the mission profile.

Return to base at once.

We will continue this conversation when you arrive.

I hate to see you in such a state, my sweet.

There is no need to be so upset. These things happen. I am certain your plans will eventually come to fruition.

In fact, I will personally guarantee that you will soon obtain the Buzz's battle-suit--

--as well as a suitable revenge on that annoying little web-swinger.

THE END

...FOR NOW!

SPIDER-GIRL (1998) #69

Kennedy Airport, Queens, New York...

Your cargo manifest seems to be in order--

--but a customs official will have to certify all your equipment before we can release it.

Would it be all right if my wife and I left the airport and gave you a call in a few hours?

That shouldn't be a problem, *Mr. Jameson.*

Can you believe it, *John?* We're finally home.

I can't wait to see *Jack* after all this time.

Neither can I, *Ashley.* According to my father, he's growing into a fine young man.

The *Jamesons* have arrived.

Should I stick with them or their gear?

I already know where they're headed.

Call me as soon as their belongings clear customs.

That was our agent at the airport. Everything seems to be on track.

I told you not to worry, *Jade* my sweet.

Our plan is flawless. No one can stop us now.

THOSE WHO HUNT MONSTERS!

Your father recently gave you a *spider-tracer,* an amazing device that helped him to secretly keep track of his greatest enemies.

Your name is *May "Mayday" Parker.*

You are the daughter of the original *Spider-Man* and you had the nerve to use his tracer to spy on a former boyfriend.

Okay, so maybe you planted it on *Jack Jameson* because you were afraid he was headed for trouble.

But that's just typical *JJ*...

What's with you, *Jameson?* Why do you keep giving me and my friends the hairy eyeball?

No special reason, *Miller.* Why? You paranoid or is your conscience troubling you?

W-What's that supposed to mean? I have nothing to feel guilty about.

You sure, *Brad*-- cross your heart and hope to die sure?!

Hey, *Parker*-- you got a minute?

Uhhh... afraid not, *Chris.* Can I catch you later?

I need to defuse a situation.

I hope you guys won't mind if I cut in. I know how much you love to dance with each other.

AWWWW! Your timing couldn't be worse, Parker. Brad was just about to pop this creep.

Is that *true,* Brad? You know how I feel about violence.

Uhhh... no... of course not.

Ahh-- whipped!

I heard that, Tony. Very *subtle.*

Ignore these jerks, May! They're all jealous of our relationship-- *especially JJ!*

Is that so?

Yeah, so how about we get together after school?

JJ recently caught Brad hassling another student just because she was a mutant.

Talk about out of character! Brad has always seemed like such a nice guy.

You instinctively feel that there must be more to the story...but...but...

You feel *so skeezy* around him.

I...I'm sorry, Brad...

I already have a study-date with JJ. We're going to his grandparents' apartment to prepare for tomorrow's Math test.

W-We *are?!*

Nicely played, girl! Not only did you avert a fistfight--

--you might even get a chance to recover your dad's spider-tracer before he even learns it's missing.

I'm telling you, May, you shouldn't hang with Brad.

He's a ***bad*** guy.

And baiting him makes you a ***good*** guy?

Yeah...errr...no...I mean... Okay! I can see where this is headed...and I have to admit you're right.

I shouldn't sink to his level.

DAILY BUGLE

MOB BOSS TAKE

Hold up! I hear voices in the living room. My parents must have arrived early.

Jonah, please calm down!

The boy is happy here, John. He's made a new life for himself.

I can't believe you would deliberately put him in danger!

He's our son, Dad. He belongs with us.

Hey, everybody...

...what's new?

"Talk about ***awkward...***"

I couldn't get out of there fast enough.

John and *Ashley* are back in town? I haven't seen them in years. How do they look?

Okay, I guess... I barely had time to meet them before I scrambled out the door.

Man, everyone was so tense. You'd think a family reunion would be a happy occasion.

They were separated for nearly a year.

The Jamesons have a rather complicated history.

I can't even imagine being away from you guys that long.

I'll remind you of that when you apply to college.

Did anyone mention how John and Ashley made out in Europe?

You mean Mrs. Jameson's lecture tour?

No, from the expression on your face, I can tell you're referring to something else.

Talk to me, Dad.

--*what* am I missing?

Why were you arguing when I first arrived?

I'm afraid your mother and I must return to Europe in order to complete the work we started.

We may be gone for another year--or longer--and we want you to come with us.

Y-You were discussing *my* future without *me*?

Don't be so dramatic, Jack!

Nothing would have been decided without your input.

The final decision will be up to you, son.

You can stay here with your grandparents if that's what you want.

We can continue this discussion when I return. Our equipment finally passed customs. I have to go back to the airport and see that it's moved to the cargo space we rented.

Would you like some company, son?

No thanks, Dad.

I can handle this on my own.

Wow! I can't believe I actually have to choose between my parents--

--and *everything* I have here.

Two hours and forty-seven minutes later at a secure storage facility adjacent to **Kennedy Airport...**

Easy with that equipment!

We'll all have to answer to my wife if anything is--

--damaged?!

=Arkk=

KA-ZAK!

=Uffl=

KA-ZAK!

Move in! Our orders are to secure the equipment and take Jameson prisoner.

Be careful you don't hurt him! Dr. Jade wants him alive and well.

=Ugnn=

TWAK!

=Arrgh=

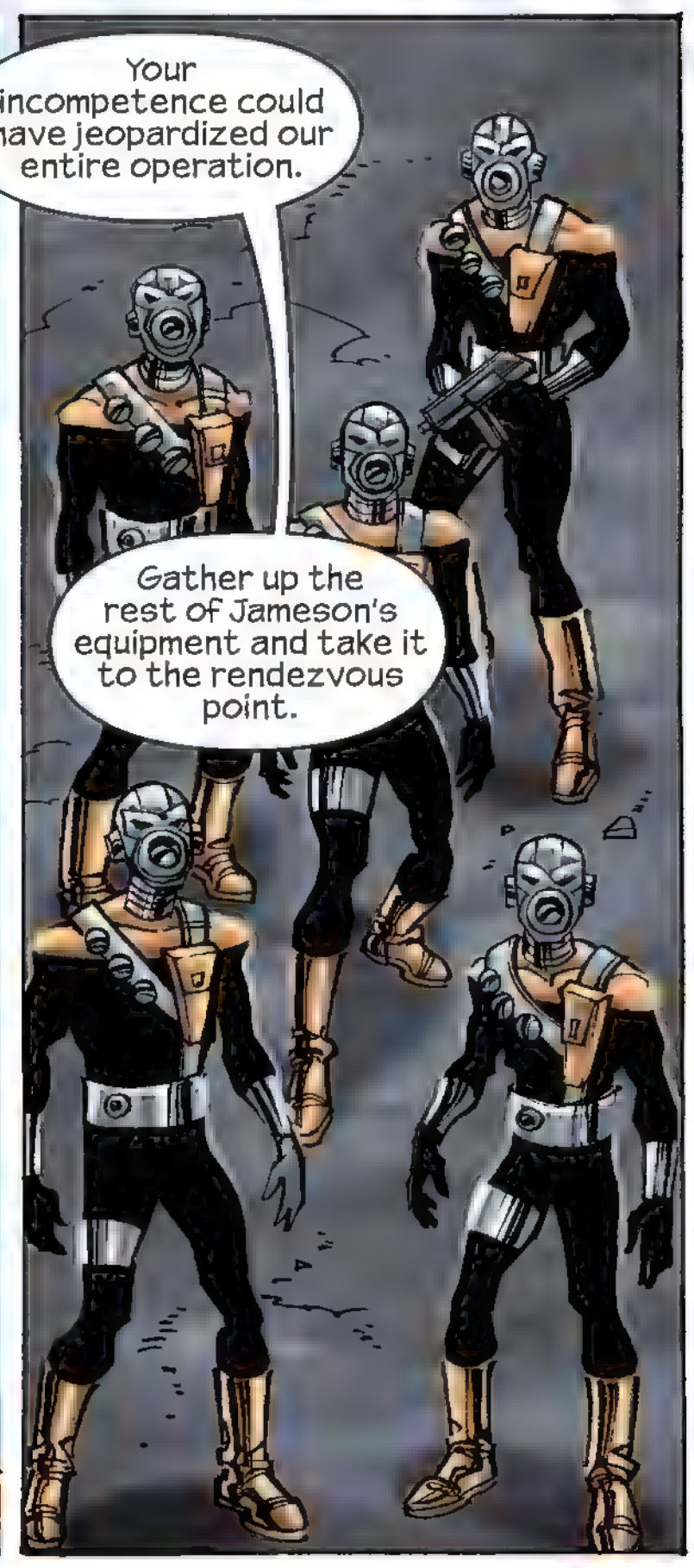
I don't think ***he's*** the one we have to worry about.

Uggk We never should have held back.
Jameson fights like a wildcat and he's going to escape.

No, I think not.
I will personally attend to Mr. Jameson.
KAPOW!

Thanks for the assist, Doc.
Jade would have freaked if he got loose.

I sometimes wonder why my darling pays you fools.


Your incompetence could have jeopardized our entire operation.
Gather up the rest of Jameson's equipment and take it to the rendezvous point.

Early the next morning...

Have either of you guys seen JJ? We have a Math test next period.

MIDTOWN HIGH SCHOOL

I doubt he'll be in school, May. Haven't you seen today's paper?

His father was abducted last night.

According to the lead article, two other men were injured--

DAILY BUGLE

KIDNAPPED!

HERO ABDUCTED

--and the police suspect terrorists.

Oh, man!

I...I don't believe it!

I just met Mr. Jameson last night and everything was fine.

Your first instinct is to ditch school and change into Spider-Girl.

Yeah, but then *what?!*

You'd just waste a lot of time web-swinging around the city like a big useless blob.

You're no detective--

--and wouldn't even know where to begin a search.

However, you do know someone who does...

Hi.

It's Spider-Girl.

I could really use your help.

Jameson?

Yes, I read about him earlier this morning.

Is this favor for you or your father?

The world knows him as *Darkdevil*, a costumed vigilante who is as vicious as the criminals he hunts.

You know him as a *kind of* mentor who thinks *tough love* is for wimps.

I owe you, kid.

I'll be happy to see if I can uncover any leads--

--but you may not like my methods.

You hesitate, suddenly afraid and wondering why your spider-sense isn't warning you of danger.

Then you answer in a voice that doesn't quite sound like yours...

Sometimes the ends justify the means.

I don't get it.

Why would anyone snatch Dad?

And I still don't understand why you guys were traveling with so much equipment on a *lecture* tour.

That's because we've never told you the entire truth, son.

Many years ago--even before you were born--your father and I learned that a rogue genetic engineer was kidnapping homeless people and transforming them into monsters.

"We dedicated our lives to those poor souls and spent years trying to track down the scientist.

"Though we never did bring him to justice, we did discover an abandoned laboratory full of equipment.

"By combining that technology with radical psychological procedures, we eventually developed a way to reverse the process.

"For the past year, we've been secretly treating our patients in a private European clinic."

I can only assume that someone has learned of our work and intends to exploit it.

That's not going to happen, Mom.

I swear it won't!

Realizing that you didn't do yourself any favors by sticking around for that Math test, you hit the roof as soon as the school day ends...

It's *me* again.

Where can I meet you?

Darkdevil growls out the location of a dockside dive.

It takes you only fifteen minutes to travel across town and descend into a new level of horror...

W-What... have...you... done?

I asked questions.

They answered.

Seems a *Dr. Jade*, a former employee of *Jameson Senior*, may be the one who took *Jameson Junior*.

Word on the street indicates that Jade is either *partnered with* or *answers to* someone higher.

I'll call when I learn more.

W-What about these guys? Do any of them need an ambulance?

Maybe.

Probably.

Not our problem.

We're on the hunt, remember?

He walks out without once glancing back.

You, however, dial 911 and web up a few broken bones before the paramedics arrive.

You spend the next few hours web-swinging around the city like a big useless blob--

--a blob that's haunted by what she's unleashed on the underworld.

What's wrong with you, girl?

Why didn't you call *Darkdevil* off?

Is it because you know that JJ is out there somewhere--

--dressed in his *Buzz* battlesuit and following *DD's* lead?

Jade has battled the *Buzz* in the past.

Did she kidnap John Jameson because she knows JJ's secret identity?

What if one of your enemies went after your mom or your baby broth--*what the heck is THAT?!*

I-It looks like some kind of *spider-symbol.*

Is someone trying to attract your attention?

Why would anyone go to such lengths?

Guess there's only one way to find out...

Hi there.

You should consider a good wireless plan with text messaging.

Even a giant spotlight has to be cheaper than designing a custom flare.

Cheaper, yes.

But done to death.

Mind telling me what this is all about?

I am *Chesbro*--

--an envoy for the man you know as the *Black Tarantula.*

My master has become aware of your interest in the *Jameson* kidnapping.

How--?

Your agent--*Darkdevil*--is not the most subtle of individuals.

His motives are his own and I am not privy to them.

I just know that he has authorized me to offer you the location where Mr. Jameson is being held--

In any event, certain information has come into my master's possession that he wishes you to have.

The Tarantula's a criminal. Why would he want to help me?

--In exchange for a future favor.

What *kind* of favor?

Again, that is not for me to know.

Sometimes the ends *do* justify the means...

At least that's what you keep telling yourself!

Mr. Jameson's life could be at stake.

Who knows what havoc DD and JJ might cause?

Besides, you can always renege on your deal with the Black Tarantula.

Yeah...

...if you want to be *skeezy* about it.

Activate Jameson's ***control collar*** and bring the ***mutate chamber*** on line.

We're about to create our first monster.

Everything is ready, Dr. Jade.

You don't want to do this, lady. You're tampering with forces you don't understand.

Give me a little credit, John.

You don't mind if I call you *John*, do you?

My associate and I know all about you and your work with mutates.

Then why experiment on me?

I need to know the process works and I'm certain that I can depend on your wife's assistance if anything goes wrong.

Now try to relax, John...

Soon...

This could *sting* a bit.

KLEK!

ARRRGH!

Even as you prepare to spring to Mr. Jameson's aid...

Uh-oh!

Hi, Jade! I heard you were back in town.

SKRA

SHHHH

The BUZZ!

Ahhhh, you still remember me! *Good!* I was hoping the two of us could resume our relationship right where we left off.

Let's see--*was I punching you in the **face** or peppering you with **body blows**?!*

Bet JJ didn't have to make a deal with anyone.

Oh, well!

You fellows look a little tired.

Why don't I watch this gizmo while you take a quick nap?

BTWOOM!

Hang on, Mr. Jameson! I need a moment to familiarize myself with these controls.

They're a lot more *complicated* than I thought and--

YIKES--!

W-Who are *you*?!

My real name is *Carolyn Trainer,* but I have chosen to take up the mantle of my recently deceased mentor so you may call me--

--the new DOCTOR OCTOPUS!

Sheesh I just wanted a simple answer, not an entire soliloquy.

I am so glad that you and your little girlfriend have decided to join us, Buzz.

Perhaps we can experiment on the two of you after we're done with Jameson.

What are you doing to him? Why did you kidnap the man?

Not that it's any of your business, but my partner and I have decided to enter the exciting field of labor supply.

We're going to use Jameson's technology to create monsters for mobsters.

Richie, can you hear me?

You're coming in loud and clear, JJ--what can I do for you?

You're the tech guy. Tell me the safest way to get my dad out of that machine.

Try to get a little closer--

--and focus your eyepieces on the control console.

ARRRGH!

Tell me you've got a plan, Rich--or I'm just going to smash him free!

NO! The shock could kill him. You need to interface your battlesuit directly with the machine so that we can slowly shut it down.

Okay, I'm going in!

Very careless, Buzz!

A gentleman should know better than to turn his back on a lady.

ZZZ

Here she comes!

Hit her with everything you've got!

She won't get away from us.

Gee! You really make a girl feel wanted.

Too bad my reflexes are a lot faster than yours!

KRRAMM

And my *tentacles* are even faster!

BIWAK!

=urkk=

Looks like someone's about to *die.*

Do something, Richie! I can't move a muscle.

What can I say, man? She helped design the suit and knows all its weak points.

I'm trying to reroute power past your damaged systems.

Just, *hurry,* man! *HURRY!*

I don't want to damage the suit, Buzz.

You, however, are quite expendable.

Richie, *now* would be a good time to do your hero thing--!

Hang on! *I just need to--*

--NOW! *You're good to go, man!*

Movement *and* ***sight*** *have been restored, but your* ***weapons*** *and* ***flight systems*** *will take a bit more time.*

Hey, man-- could you have cut it any closer?

I just like to add to the suspense.

KRA-KWOOM

AARRGHH!

Did you hear that scream, Richie? My dad's in terrible pain and I can't even see him anymore.

How do I do that *interface thing* you mentioned?

Try to calm down, JJ! You need to locate a computer port on the machine.

I see one.

Okay, remove the tip of you right index finger and--

BZZZZAK!

Y-Your tentacles seem to be everywhere at once.

I see a real future for you in *politics,* Buzz--

--based solely on your inability to learn from past mistakes.

That's rather the point of having them, isn't it?

You have survived much longer than I would have thought, but the end was never in doubt!

I...I'll find a way to break free.

I'll find a way!

Perhaps you would if I gave you enough time--

SSSSZZZACKK!!

=Arrggk=

--and forgot to activate the *electro-shocker* built into my tentacles.

Wake up, my friends.

If we're actually going to use Jameson's technology to replace highly paid *mercenaries* with mindless, but obedient, *mutates*--

--we still need to test our new *control collar.*

I believe our first specimen is finally ready, and so--

KILL them, Man-Wolf!

Rip them to SHREDS!

D-Dad?!

To be continued...

SPIDER-GIRL (1998) #70

WHEN THE ABYSS LOOKS BACK!

The monster's eyes blaze with fury and you really can't blame him.

He certainly has a right to be angry.

He was a man only a few minutes ago...

...a man named JOHN JAMESON.

Congratulations, partner! Our little experiment worked.

We can now use the equipment we stole from *Jameson* to create an army of *monsters* that we can sell to the highest bidders.

Not so fast, my dear *Jade!* Before we can convince the local crime bosses to replace their inefficient *thugs* with our more economical *mutates*--

--we must first prove that our *control collar* actually works.

I propose we test it by ordering our new *Man-Wolf* to kill the two prisoners.

HOO-BOY! No one ever said being a super hero would be easy--

--but you suddenly wish you'd taken up *PILATES* instead of *WEB-SLINGING.*

Your name is *MAY "MAYDAY" PARKER* and you are the daughter of *SPIDER-MAN.*

You got into this mess to help the BUZZ and his dad, but JJ is either frozen with fear or his super-suit is still malfunctioning.

SWELL! Not only do you have to find a way to escape a pair of super-psychos and their army of goons--

--you even have to save the big bad werewolf.

And the hits just keep on coming!

Hold up a minute! I don't care what happens to Spider-Girl, but I helped design the Buzz's battle-armor.

I'm afraid the creature might damage it.

Hey, Richie--you hear that?

I finally caught a break.

Don't count on it, man!

She's just going to strip you before she rips you.

How long before you restore me to full power?

I...I'm not sure...but I do have some good news.

As soon as Jade blew out your battle-suit, I knew you'd need reinforcements so I speed-dialed the Green Goblin--

--Ladyhawk--

--and Darkdevil!

All you've got to do is hold on until they arrive.

Yeah, that's all...

The *Man-Wolf* seems to be getting restless, my dear.

Why don't you turn him loose on *Spider-Girl* while I peel the *Buzz* out of his costume?

Perhaps we should make a race of it and see who finishes first.

GRROWL!

It's *GO* time, girl!

Since you can't depend on any help from the Buzz--

--you need to get this party started!

Hey, ladies-- I know a game we can all enjoy!

It's called *Spider, Spider-- Who's got the Spider?!*

It's kind of a cross between *dodgeball* and *kickball.*

You score *one point* each time you dodge an attack--

--and *two* for every completed kick.

I believe the men's league also gives bonus points for loose teeth and broken bones, but this is only a friendly match.

SPAKK!

ARRRK!

Reacting instinctively, you ricochet around the room like a human pogo stick as you frantically try to free your hands.

You suddenly get a wild idea and focus on your SPIDER-SENSE--

--using it to guide your manacles beneath the Man-Wolf's slashing claws with perfect timing!

GRROWL!

That little witch is free!

Control yourself! You almost hit Jameson and we still need him to--

Jade, BEHIND YOU!

We have unexpected guests.

KWAKK!

Everybody FREEZE!

Cover Spider-Girl, men-- and take down anyone that threatens her!

Say whaaaaa--?!

Jade! You should have warned me the webhead has her own SWAT team.

I... I didn't know.

S'funny, neither did I.

GRROWL!

Richie, I'm not sure what's going on here, but I just got an idea.

Direct all my available power into my gauntlets.

They could blow if you overload their--oh!

OH!

You sure about this?

Just do it, man! It's my only--

=UNNNNH=

Are you crazy, man?

BAM

Jade! JADE! We need to rally our men and reestablish our control.

Ahem - I hate to interrupt a man in the middle of a firefight, but *WHO are you guys?*

We're a private security force that's been retained to *protect* you--

--and *eliminate* your enemies!

Whoa--guns *DOWN!* You're not shooting anyone on my behalf.

Chesbro said you might be squeamish.

You mean the guy who works for the *Black Tarantula*?!

Hey! I said NO KILLING!

BOOM!

You recently turned to *CHESBRO* for help, but mercenaries were never part of the--

MY CONTROL MODULE!

Doc Ock would've been killed if you hadn't spoiled that shot!

GRAAAAL?!

Are you all right, *D--uhhh-- Mr. Jameson?*

Can you hear me, sir?

SKRAK

GRRRARGH!!

Ohmigosh! The creature's on the loose! We have to stop it.

No! You leave him to me! I can handle him on my own.

You and your friends can mop up here.

My... friends?!

I could KISS you, man!

Huh?!

We seem to have reached the point of diminishing returns.

Even if we do restore order, someone must have already alerted the authorities by now.

B-But we can't abandon this equipment!

Please, Richie-- tell me I have enough power to go after my dad!

Both gauntlets need to be severely overhauled, but I have managed to restore super-strength and flight.

Y-You talking to me?

It won't do us much good behind bars.

I...I know you're right...but this operation could have netted *millions.*

SPLASH!

Money isn't everything, my sweet.

What about my men?

What about them?

Hey, buddy! I suggest you avoid that falling rubble and join us over here.

What are your orders, Spider-Girl?

Should we follow that Octopus woman and her partner?

No way! I can't allow you guys to shoot up my city.

You just round up their underlings and wait for the police to arrive, but *do not HURT ANYONE!*

What if they try to resist?

I gave you an *order,* mister.

Don't make me *repeat* it!

HOO-BOY! It's nice to be *QUEEN,* but these men really don't answer to you.

They work for the *BLACK TARANTULA.*

You made a big mistake when you allowed the *TARANTULA* to gain a toehold in your life, but you can't worry about that now.

Well, well, *lookee here!*

Someone called the *WARRIORS--HOO-HA!*

Since they're already on *OCK*, you can take *JADE*.

Just as well...

Octopus completely overwhelmed you the first time you fought.

As much as you'd like to chalk her victory up to beginner's luck--

--you're more than happy to avoid a rematch!

Hey, Jade! You can't leave until we finish our *Spider* game.

SPANG!

WHAM!!

Although I really wish we could have caught that landing on instant replay.

Get your head in the game, girl! The score's only *three-zip* so there's still time for a comeback.

If you have any sense, young lady—*and I sincerely doubt that you do*--*you will run for your life.*

I possess more than enough power to blast you into *meat sauce.*

Really? I've always considered myself more of a *marinara* kind of girl.

RRRROAR!

What in the name of HEAVEN?!

Relax, mister! Everything's under control.

T-This is one of those hidden camera shows... right?

There's no fooling you.

Watch yourself, JJ! I know that creature is your dad, but–

He's not a *monster*, Richie-- no matter what Jade and Octopus have done to him!

I know I can reach the *man* inside.

AAAARR!

WHUMP!

Just make sure he doesn't reach you first.

Oh, man! Even I felt that blow!

Based on the force of that impact, I'm pretty sure his claws can rip right through your battle-armor.

You hear me, JJ?

JJ?!

And the JADESTER blows another golden opportunity to put POINTS on the board!

I hate to gloat, but this game would be a complete blow-out--

--If you hadn't scored with a high run of *vague threats* and *meaningless insults.*

Enough! ***Enough!*** Your constant yammering is getting on my nerves.

I just want to kill you and move on.

Well, ***excuse me*** for trying to share a moment.

I was hoping we could *bond* through healthy competition--

--Instead of the usual exchange of mindless violence.

RRRRRRRR!

Why don't you answer me, JJ?

You should be conscious according to your vitals.

Answer me!

THWIP

Give me a break, huh?

You know how hard it is to play possum with you yakkin' in my ear?

I was trying to lure my dad close enough to stun him.

Nice plan, genius--so stop stalling and finish him off!

I...I can't.

H-He's my father, Rich.

I'm going to pull a Spider-Girl and use my brains for a change.

Not exactly your strong suit, man!

Shut up, will ya!?!

RRRRRRRR!

You need to come with me.

Mom knows how to reverse the transformation.

She can change you back to human.

RRRRRRRR!

Dad, it's me... JJ!

I need you to listen closely...

I know we haven't always had the best relationship, but I...

I *love* you, Dad.

I hope you aren't planning to *escape,* Jade.

You have to pay for what you did to poor *Mr. Jameson.*

You're even more deranged than I thought.

Deranged, *moi?*

I prefer to think of myself as devilishly playful.

Get *off* me, you fool! I can't see where I'm headed.

You're endangering us both with this madness.

Sheesh! What a spoilsport!

Oh...

...noooo!

I do believe that's *game, set* and–

uh-oh!

You shouldn't sound so surprised, my dear.

SKWAM!

You couldn't possibly have imagined that you'd seen the last of me.

It was truly amazing how easily I distracted those other costumed jokes.

All I had to do was hurl a few chunks of concrete debris at some innocent civilians.

You and I share a common destiny, my dear.

We are two women who have been entrusted with the legacies of great men.

I truly admired the first *Doctor Octopus!*

Otto Octavius was a man of rare vision and incredible power.

It is one of life's great tragedies that his dreams were often corrupted and crushed by the so-called amazing *Spider-Man.*

I watched from the shadows as my mentor suffered one personal humiliation after the next.

But I learned from his mistakes.

--so that my poor Otto can rest in peace.

I can't tell you how happy I was to hear that someone had taken up Spider-Man's mantle.

Fate has finally drawn us together--

I could easily end this now.

Just a casual snap of the neck...

But that would afford me little satisfaction.

Besides, I find myself in your debt.

Not only have you rid me of Jade, who has become tiresome of late--

--you also saved my life back at the warehouse.

A *life* for a *life*, Spider-Girl.

I truly hope you will enjoy this respite...

It will be all too *brief*.

If you *HADN'T* spoiled that shot...

No, you *CAN'T* think like that!

You just *CAN'T!*

GRRRRRR!

Everything is going to work out, Dad.

I just need you to trust me.

Way to go, man! It looks like he's actually listening.

Please take my hand...

...we'll get through this together.

RRRROAR!

SQUAKK

URRRK!

Oh, man! He learns real fast.

JJ, your vitals are looking a little *thready*.

Please tell me you're FAKING!

W-Wish I could!

No, Mr. Jameson-- NO!

If there's one person you don't want to harm, it's the **Buzz**.

KAA-WHUMP!

I don't know if you can *understand me*, sir--

--but I want to *apologize* for what I'm about to do.

It's my job to protect the innocent--

--and keep the MONSTERS at bay!

I know you didn't choose to become a *monster*--

--and I don't hold you responsible for your actions.

I take my job very seriously, Mr. Jameson--

--even if there are times when I really *hate* it!

Have you lost your MIND, Spider-Girl?

There was no need to pound on him like that.

I could have talked him down if you hadn't interfered.

Richie, I need you to tune up my external sensors.

Tell me if you can detect a *pulse.*

Yeah, strong and steady. Maybe you should apologize to Spider-Girl.

Fat chance!

H-How *is* he?

I need to get him to my-- *Mrs. Jameson*-- but he'll be *fine.*

No thanks to you!

LATER....

Good news, people...

...I just heard from the Buzz. The transformation was a success. John Jameson will be all right...

At least *physically*.

It's a shame that lady *Octopus* managed to escape.

Yeah, I'm not anxious to meet *her* again.

Me, neither.

Anyone know if there were any serious injuries among Jade's men?

AMBULANCE

AMBULANCE

AMBULANCE

MEDIC

Some broken bones and the usual bruises, but no fatalities. *Why?* What does it matter to you?

I guess I kind of feel...

...responsible.

What's going on, kid? This have anything to do with those *mercs* the Buzz was blabbering about?

How did you even get involved with men like that?

I...

I'm not *sure*...

But I know where I can get an answer.

You return to the rooftop where you first met **CHESBRO**, the man who claimed to represent the **BLACK TARANTULA.**

It's no surprise to find it empty...

No, that's **NOT** the surprise.

Well done, my love!

The End
for now!

SPIDER-GIRL (1998) #71

EYE OF THE BEHOLDER

Your name is *May "Mayday" Parker.*

You are the daughter of *Spider-Man,* and there are some mornings when it just doesn't pay to get out of bed.

After fruitlessly spending most of the night hunting for the new *Doctor Octopus,* you hit the snooze button once too often and then find yourself frantically racing to get to *Midtown High* on time--

--when you suddenly stumble on *Gridlock Gone WILD!*

A-are you CRAZY, man?

That's my ride you're using for batting practice.

RUN! Clear the streets!

You try to get everyone to safety.

I'll hold off these *monsters* for as long as I can.

Whoa, JZ! WHOA! What the heck are you *doing?!*

I'm glad you're here, Spider-Girl.

Maybe the two of us can stop this army of demons.

Demons?!

What demons?!

This is no time for corny jokes. Those creatures are practically on top of us.

But I don't see any--

--YIKES!

Your *spider-sense* suddenly flares, triggering your reflexes so that you instinctively dodge an attack by... well...something.

Don't just stand there, girl!

This street is full of commuters and it's our job to protect them.

Yeah.

Sure.

Whatever.

You still don't see any danger--

--but you've learned to trust your instincts!

TWAKK!

KERASSH!

Oh, man!

I just hit *something*--

--that *wasn't* there.

M-Maybe I should just go with the flow--

--and make with the HOO-HA!

For the next several minutes you lash out at invisible foes--

You close your eyes beneath your mask and allow your spider-sense to direct you.

--and dodge unseen attacks.

Until...

Hey!

I...I think they're... *leaving.*

C'mon! We can't let them escape.

Whoa! WHOA! WHOA!

Fighting guys who aren't there is hard enough.

You want me to chase'em, too?

Y-You're *not* joking.

You really *couldn't* see them, *could* you?

Guess that explains the angry crowd heading toward us.

What's wrong with you people?

My storefront's in ruins!

We're trying to get to work and you're blocking the street.

You owe me a new car.

Relax, everyone! Please try to relax. The ***Avengers*** have enough insurance to cover all the damage.

Uhhhh, I hate to run out on you, Juggie...

...but I've really got to go.

I'm sure there's a logical explanation for what happened here.

Could I ask one last favor?

Well, give me a call when you get it.

Depends on what you want...

Any chance you know the way to ***Midtown High?***

I'm meeting a friend there.

Can you believe it?

I found it in with my dirty laundry and I'm betting it's some kind of tracking device.

Bad enough she keeps butting into my business, but now *Spider-Girl* is spying on me. What's *that* all about?

Let's not forget that she did help you rescue your dad the other day.

How's he *doing?*

He... he's going to be fine.

That doesn't change the fact that *Spider-Girl* is out of control.

Richie, I need your help to take her down a few notches.

I hear you, JJ.

Man, what a weird little gizmo!

It's pretty sophisticated in some respects, but the technology is strictly *Stone Age.*

Y'know, if I can get this baby transmitting again, I could probably trace that signal all the way back to *Spider-Girl*--

--and she wouldn't even know we were on to her.

Are you suggesting that we try to catch her by surprise and learn her secret identity?

Cool!

Midtown High School

I don't care *what* the eyewitnesses told you...

...JZ was **not** on a rampage and the two of us **weren't** just goofing around.

Something-- *make that a lot of invisible somethings--* definitely attacked us.

My knuckles are still stinging from all the punches I landed.

I'm sorry, Stinger.

I can't tell you *why* Juggie was the only one who could see the monsters.

I want an explanation as much as you do.

Spider-Girl, I know you and JZ well enough to believe your version of the events--

--but neither ***Mainframe*** nor our insurance carrier is very happy at the moment.

Any chance you can stop by ***Avengers Compound*** for a formal statement?

Fine, I'll expect you later this afternoon.

STATUS: UNKNOW

Great! Stinger is just as confused as you are.

Hopefully JZ is hard at work right now, trying to solve this little mystery.

GIRLS LOCKER ROOM

May, I'm sure you remember my cousin Zane.

He has the day off from school so he's hanging with me.

We're going to hit the Spider Shoppe later.

The Spider Shoppe?

Yeah, it's an entire store devoted to Spider-Girl memorabilia. Jimmy's been bragging on it for months.

I know all about it.

I'm just surprised you guys are into it.

C'mon, the place is a blast! You want to join us?

Forget about it, Jimmy! May is not a fan geek like you. She has better uses for her time...

...like knocking back lattes with me.

You don't know me as well as you *think* you do, Brad.

I'm a total fan geek when it comes to Spider-Girl.

Let's go, Jimmy.

I...I didn't mean to offend you, May.

I was just trying to be funny.

Come on, May--you know me better than that!

That's true.

Unfortunately.

What a stroke of luck!

This is my big chance to level the playing field with Spider-Girl.

What's with you, man? You almost sound like you're obsessed with her.

I...I just can't stand the way everybody seems to love *her*... and hate the *Buzz*.

I mean the public, the ***Avengers***, the ***Fantastic Five*** and even my own grandfather.

It's just not fair.

She's also an annoying know-it-all and always seems to have all the answers.

I just want to get something that I can hold over her head and--

HEY!

This tracking gizmo is freaking out.

We may have a problem, man.

Just look where it's pointing us...

POLICE
MIDTOWN SOUTH

Ohmigosh! Could this mean that ***Spider-Girl*** is a...

...cop?

Hey, Parker!

You hear anything about those two costumed clowns who shut down traffic earlier?

Afraid not, Lieutenant Haberstein.

Who was involved?

Wow!
T-This is too cool.
I wish they had a store like this for JZ.
I didn't know you were so into him.
I've always been a Thunderstrike fan myself.
Yeah, well, I guess he's okay too.
I hate to ditch you guys, but I've got to be jetting home.
Great seeing you, May.
I'll email you, Jim.
Back at ya, cus.
I should be going, too. I have an appointment later.
Hang for a few minutes and I'll walk you out.
I just want to scope the new lunchboxes.
Okay, I guess I-- Hey!
I could really use something like...
Nah!
Too corny.
ZEEEEE
Although it might be worth it just to see the expression on my dad's face.
Hello?!
JZ? Is that really you?!
Your voice sounds... different.

Probably just a, *uhhhh,* bad connection.

I hope it's okay that I got your number from ***Stinger.***

Look, I have a friend who may know what happened to us earlier.

How's about we meet up at his place? I'll give you the address.

Don't worry about your statement! We can always hit the Compound later.

PRIVATE PROPERTY

Sure, I'm sure...

...I am an ***Avenger*** after all.

A few minutes later, after you ditch Jimmy Yama and crawl up a wall to a convenient rooftop...

I wonder why Stinger didn't mention Juggie's friend.

Unless it's someone she doesn't *know*...

...or like.

NEW

* COMICS * MANGA * GAMING * ANIME *

DEACON'S DEN

A comic book store?

Your friend works here?

Not really. He just kind of uses the back room for his *Sanctum*...uhhhh...*something* or other.

Is the *doctor* in, Deacon?

Go right in, kid. He's expecting you two.

So who is this mysterious friend of yours?

His name is *Doc Magus*.

He's a *Master of the Mystic Arts* and the reigning *Sorcerer Supreme* of our plane of reality.

I also play a mean game of *Texas Hold'em* and chicks love me.

Say, either of you guys catch Letterman last night?

He did a top ten list on the best ways to join the ***Fantastic Five*** that was ***hilarious.***

I *Tivo-ed* it if you're interested.

Now, then, what's this I hear about an army of invisible demons?

Y-You're a *magician*--like the guy who keeps locking himself in those weird boxes?!

Magician-- *yes!*

Blaine-- *no!*

I happen to be the genuine article, a true practitioner of the *occult arts.*

Hhhmm... looks like you guys were right.

I do sense evidence of recent paranormal activity.

Y-You mean I saw those demons... because someone placed a *spell* on me?

Oh, man! I feel like a total *herb.*

I always thought my helmet protected me from that sort of thing.

It does.

I'm thinking you were the only one *not* affected by the spell.

Say *whaaaa--?!*

If it hadn't been for Juggie, no one would have noticed those invaders this morning.

Spread out!

They must have entered our reality through some kind of dimensional rift and it's got to be somewhere in this neighborhood.

You want *us* to search while you just *stand* there?

He's, *uhhh,* already gone--

--and doing his astral projection thing.

Paranormal activity?

Dimensional rift?

Astral projection thing?

Yeah, riiiiiiight!

Someone's getting punk'd.

You need to report to Avengers Compound and then renew your hunt for Doc Ock before--Hey!

Now this is odd.

What could possibly be triggering your spider-

--sense?

Wha--?

If Jamie Kennedy is under that cowl...!

Arrrgh! You don't have time for this nonsense, girl.

Uhhhh, Doc?

I think I found...something.

And so, mere moments later...

So...you weren't kidding about a dimensional rift?

Afraid not.

I'd usually warn you to keep your voice down--

--but it seems our presence has already been detected.

Welcome back to my nightmare dimension, Dormagus.

My *Darklings* and I have prepared an appropriate reception for you and your friends.

NEMESUS-- I should have guessed!

Guessed *what* and *who's* Nemesus?

Are you talking to somebody, Doc, because I don't see any--

Oh!

Never mind!

Doc, what's the *gizmo* behind Nemesus?

I assume it somehow allows him to project his invisibility spell into our dimension.

WE MUST DESTROY IT!

You okay, Spider-Girl?

Uhhh... yeah.

Sure.

No way!

Definitely NOT!

Got to hand it to you, girl.

I got really freaked the first time I entered a mystical dimension.

Imagine that!

EEE-YIIIII!

You are a far greater fool than e'er I imagined, Dormagus--

--if you truly believe that you and your young allies can stop my invasion.

=Yawn= I'm sorry--you talking to me?

I must have dozed off for a minute.

Hey! I think I'm finally getting a handle on the way gravity doesn't quite apply to this dimension.

It's actually kind of *cool*--

--in a totally *terrifying* way!

Heads up, Spidey! A squad of Darklings are trying to sneak up behind you--

--but I've got your back!

EEE-UUUU

Y-You slimed me.

Oops!

My bad.

I'll have to check with Stinger to see if our liability insurance covers dry cleaning.

Watch where you're swinging your big thingee, Juggie!

It looks like it's covered with--

MIDTOWN SOUTH

Something else I hate about *Spider-Girl*--she *never* loses her cool!

It's like she's got ice in her veins.

How do you know *what* she's thinking beneath that mask?

Listen, Rich, I can tell when she's smirking at me and--*whoa!* We just hit pay dirt.

"T-That must be her!"

According to the reports I've seen, they were causing destruction for the sake of it.

And you're *sure* it was *Spider-Girl*, *eh?!*

Yeah, over a dozen solid citizens saw her.

Oh, man!

Oh, man!

You think we should follow her?

Not unless you want to risk getting arrested.

T-This explains everything. No wonder she's so successful.

She gets inside information and has the entire police department at her disposal.

Let's not run away with ourselves, JJ.

AHHHHH!

There's always a chance we have the wrong girl.

NO...

Everything fits.

It's kind of obvious once you think about it.

I just have to figure out the best way to exploit this info.

Uh-oh! Looks like they're calling in reinforcements.

P-Please tell me you're joking.

This is a nightmare! You can't see a single foe, but you do sense the danger growing around you.

You have to keep it together, girl. You can't allow yourself to panic.

Spider-Girl, any chance you see that machine ahead of us?

Uhhhh...

No.

Can you at least point me in the right direction?

I can do better than that.

Climb aboard!

We're going to try our version of a fastball special.

BRACE YOURSELF FOR A MAJOR IMPACT!

With WHAT--?!

Hoo-boy! Talk about a leap of faith!

SPWAAAA-

KROOOM!

Ouch!

Ouch!

Ouch!

That really hurt, Juggie. You should have--

Oh, man!

In the blink of an eye--

--the landscape changes--

--and you suddenly understand the true meaning of *FEAR!*

ARRRRGH!

Temper! Temper!

Nemesus, you don't want to accidentally give yourself a coronary.

I would so miss these occasional get-togethers.

Spider-Girl! JZ! We're done here.

Why don't you head for home while I leave our host a parting gift?

Y-You don't have to tell me twice.

Awwww, okay...but I was really enjoying myself.

I almost feel sorry for poor Nemesus.

I just cast a spell that turned the magicks from his own machine against him and his Darklings.

They're all going to find life quite challenging for a looooong while.

With a little *bibity-bobity-boo*, I'll fold the rift in upon itself and then we'll celebrate a job well done.

Not in my alley!

I thought I spotted you punks earlier.

Haven't you caused enough trouble in this neighborhood?

Get outta here before I call the cops!

What a day!

You severely misjudged both *JZ* and *Doc Magus*--

--and may have actually helped to save the entire planet from an alien invasion.

Unfortunately, there's at least one neighborhood you need to avoid in the future--

--and even *Stinger* couldn't quite conceal her skepticism when she heard your report.

Oh, well! That's the biz!

No one ever said web-swinging would be easy.

At least you can finally strip off this slimy costume and crawl into a nice hot--

It's about time you got home, young lady.

What's this I hear about a fight between you and *JZ* that resulted in a few hundred thousand dollars worth of damage?

Well?

What do you have to say for yourself?

The End

for now!

SPIDER-GIRL (1998) #72

THE GAMES VILLAINS PLAY!

She explodes into the chop shop with all the subtlety of a nuclear missile.

Guns down, gentlemen. There is no need for violence.

I just dropped in for a friendly chat with your boss.

You may inform him that his 8:00a.m. has arrived.

I-It's that LADY OCTOPUS--!

I prefer to be called *Doctor*...

...although I understand your need to differentiate me from my deceased predecessor.

Are you *Richard Valentine?*

Yeah, but my friends just call me *Handsome Richie.*

You mind putting my men down?

It's hard to discuss business while they're flapping around like that.

As you wish, Mr. Valentine.

Handsome Richie, *please.*

Our friendship will depend on many factors.

I hear you run a very lucrative car theft ring and have additional interests in illegal gambling.

I don't know how these rumors get started.

I'm an honest business-man.

Whatever! I have a proposition for you.

Like the original Doctor Octopus, I have dreams--*expensive dreams*--that require a constant flow of capital.

I would like to offer you my personal protection and access to my advanced technology in exchange for a modest weekly stipend.

It's an interesting offer.

Can I *think* about it?

Of course, you may take all the time you need--

--but I must advise you to quit *smoking.*

It's a disgusting habit--

--and only a fool deliberately puts his health *at risk.*

Your name is *May "Mayday" Parker* and you are the daughter of *Spider-Man.*

Like many who juggle a dual identity, your life is full of unique and bizarre complications. Some problems, however, are just universal...

WNBA

Granberries REUNION TOUR

Have you seen my jeans?

Laundry.

Black pants?

Laundry.

New top?

Laundry.

And, before you ask, you can also add this grubby thing to the list.

But I can't go anywhere without my cos-

-EEEEUUU-

I...I guess it is kind of... rank.

Oh, it bypassed rank ages ago.

From the way it smells, you must have been crawling in a garbage dump.

Some-thing like that.

You need help, Dad?

Looks like Benjy's got you on the ropes, again.

→Sigh← I never thought I'd miss the days when I thought fighting the Vulture would be my biggest challenge.

You sure you want to risk that outfit? I know I'm going to have to change before I head to work.

I'll be fine. Benjy and I have an understanding-- *isn't that right, li'l buddy?*

You hear the radio this morning? There was another sighting of that new ***Lady Octopus.***

What of it?

I know you two already had a brief encounter... and I was wondering if you planned to go after her.

Me?

No...not really.

I'm kind of hoping the Avengers will take her out.

I can't tell you how relieved I am.

I ran into this woman in my younger days and she's almost as deadly as the original Doc Ock.

Hhhmmm...could that be why your mom's suddenly gone all *Martha Stewart?*

It's just a *coincidence.*

MIDTOWN HIGH SCHOOL

Nah, it's more like *fate, Courtney.* The first Doctor Octopus was one of Spider-Man's greatest enemies.

I figure that Spider-Girl was always destined to meet a Lady Ock.

DAILY BUGLE

OCK ATTACKS!

Maybe, *Moose...* but I bet the *Buzz* brings her to justice.

Yeah, like that's even a *possibility!*

Catch a clue, *Jameson!* The *Bugle* says they're working together.

And this sorry example, ladies--is precisely why our teachers are always telling us to *question* everything we read.

I predict the Buzz captures Ock before the week is out.

You sound awfully confident, JJ.

Since JJ is secretly the Buzz, there's a chance he already has a line on Ock. What does he know that you don't?

Hey, May--*you got a minute?*

Sure, Chris. What can I do for you?

ZEEEEEEEEEE

Well, since the two of us are in the same literature class I was hoping--

I'm sorry, Chris...but I need to take this call.

Hello?

Do you recognize my voice, Spider-Girl?

Y-Yes, of course...

What do you want?

Did you know that ***Lady Octopus*** is attempting to recruit allies?

She met with ***Handsome Richie Valentine*** earlier this morning. He owns a chop shop on the Lower Westside and is a member of the ***Canis*** crime family.

I believe you remember ***Canis.***

Yeah, I put him in jail with a little help from your boss.

But this business with Lady Ock concerns me *how?*

That is strictly up to you, my dear.

Look, Chesbro, the Black Tarantula obviously told you to call me.

Why is he suddenly supplying me with intel?

What does he want in exchange?

I cannot say, my dear.

Perhaps he merely wishes to be helpful.

In any event, my master has also asked me to pass on an additional item.

--someone named ***Normie Osborn***

=CLICK=

It seems a European crime cartel has been making recent inquiries about a gentleman of your acquaintance--

Hey, May--

--you okay?!

You spend the rest of the school day in a daze. Between classes, you try to reconnect with Chesbro.

During classes, you worry about Normie and wonder if JJ is really planning to tackle Ock.

You head home as soon as the dismissal bells sound and make one last attempt at Chesbro.

Still no answer.

I know I shouldn't let the Tarantula jerk me around like this, but *ARRG!*

I need to look in on Normie for my own peace of mind.

Since he's still recuperating at *Midtown Medical*, I'll just pick up my costume and--

Oh, swell! It's still soaking wet.

Thanks a lot, Mom--*very helpful!*

What am I going to do now?

I can't risk a visit without a mask.

His girlfriend might be there and I don't want her to see my real face.

I know Mom usually dries this thing by air, but I'm in a hurry.

A half hour in the old Kenmore shouldn't hurt it...

And so...

Is it my imagination...or is this costume gripping a tad tighter?

Maybe the dryer wasn't the best idea.

Oh, well! Nothing I can do about it now.

You arrive at Normie's hospital room a few minutes later--

MEDICAL CE

--and find his girl-friend waiting in it.

Hey, Brenda! Is something wrong? Where's Normie? Why isn't he here?

He's fine, Spider-Girl. The doctors just took him downstairs for a few tests. He should be back in a little while.

I'm glad we have a moment together.

--

I... I could use some advice.

Ever since I heard that Normie is going to be released in a few days, I've been thinking a lot about our relation-ship--

W-What do you *mean*, Brenda?

I...I love Normie...and I think it's time we got ***engaged.***

--and I want to move to the *next* level!

Would it be too forward if I asked him?

How do you think he'll react?

What should I say?

I...

I think you should *trust* your instincts, Brenda.

Go for it, girl!

Thank you, Spider-Girl. I really appreciate your support.

Yeah... *well...*

Wish my best to Normie.

I really gotta go.

You race out of the hospital and wander aimlessly for nearly an hour as your heart tries to jackhammer through your chest.

You knew Normie and Brenda were getting serious, but *engaged?!*

MARRIED?!

Either he discovered it--

--or it was accidentally destroyed during a fight.

Maybe he found Lady Octopus and--*NO!*

You can't let your imagination run wild.

You need to be proactive, girl--and find JJ!

Since you know he's looking for Octopus, you follow up your only lead--*Handsome Richie Valentine!*

Now would be a good time to check in with your local criminal contacts.

But you don't have any so you're forced to rely on directory assistance--

VALENTINE MOTORS

And, of course, she has to propose on a day when your costume feels snug and makes you look fat.

--which gives you the address of *Valentine Motors.*

How did crime-fighters ever survive before cell phones?

What's this? My left sleeve seems to be coming apart.

Desperate to distract yourself, you stop home and pick up your tracking device.

You plan to lock in on the *spider-tracer* that you recently planted on *JJ*, but...

No luck.

His tracer isn't transmitting.

Oh, well! A little webbing should hold it in place until--

Uh-Oh!

BAM

What's your interest in *Richie Valentine?*

Lady Octopus!

I'm surprised to find you in this neighborhood, Spider-Girl.

Actually, I was hoping he would lead me to you and the *Buzz.*

You mean that egotistical little idiot with the artificial wings?

Why would you ever lump him with me?

Trust me-- he is definitely *not* my type.

I...well... errrr...never mind!

Way to go, hotshot!

Fine detective work on your part.

You added *one* plus *one* and came up with *eleven.*

Oh, well! When life gives you lemons--

--you might as well fire some ***stingers*** at them.

Those weapons--I've seen them before.

And, consequently, already know the best way to defend myself.

You must have received them from the original *Spider-Man.*

Excellent!

Killing you will be all the more *satisfying.*

What's your connection to him? Are you his daughter, niece, student?

I assume you're too young to be his girlfriend--

--although I've reached the age where I can truly appreciate a May-December fling.

→EEUUU←

Dumb! Dumb! Dumb! You allowed her to distract you.

As long as you're just hanging around, Spider-Girl, you might as well do me a favor--

--and deliver my *compliments* to Handsome Richie.

Ouch!
That really--
--hurt?!
And it's about to get a lot worse, Sweetie!
The boys and I have a message for your tentacled pal--
Nobody messes with Handsome Richie!
TAKE HER, BOYS!
Uhhh, fellas...
...you may not have an accurate grasp of my relationship with Lady Octopus.
We're enemies. Foes. Opponents.
Get the picture?
What's she blathering about?
It don't matter as long as we flatten →URRK←
I think someone has anger management iss-→OOPS←
RIPPPPP!
I...I don't believe it.
M-My costume-- it split!
→Arrk!← I'm really starting to hate that dryer.
Could you gentlemen please avert your eyes while I patch up my... well...never mind!
THWIP
W-What's she doing now?
She must be real desperate if she's trying to distract us with such a cheap stunt.

Talk about a wardrobe malfunction! I'm coming apart at the seams.

I'll bet the ***Fantastic Five*** never has problems like this.

I guess there's a lot to be said for ***unstable molecules.***

FBA-

Am I being difficult?

SORRY!

Would it help if I came down here? I aim to please.

I also aim for *jaws, chests* and--*oh, no!*

RIP

Hey, I'm as patriotic as the next web-swinger--

--but I don't want the ***Human Torch*** to accuse me of infringing on his trade-mark.

You've got a much bigger problem, lady.

What are ya waitin' for, Marty--***Swat'er!***

I'm trying--***I'm trying--*** but she keeps darting out of my reach.

I'm going to light you up like the ***4th of July.***

-UFFFT-

Well--?!

N MEDICAL CENT

I hope you're not going to keep me in suspense.

I'm feeling a little too vulnerable right now.

I told you exactly what's in my heart and I...

I need an answer.

Come on, Normie--please tell me how you feel!

Will you marry me?

Brenda, I...

We need to talk.

Hoo-boy! If my costume keeps separating--

--I'll be known as the Janet Jackson of the superhero set.

I can't take all the credit.

Crime rarely attracts the best and the brightest.

This is getting ridiculous! We're throwing everything we've got at this girl and she's making us all look like jerks.

This has been a lot of fun, boys... but I need to take a quick break.

I have to repair my bootie.

As for you, sir--you should really consider a quieter pair of shoes or a whole new career.

ARRK

There's so much grease and grime around here that I'm afraid I'll step in something *icky* and-- *there! That should hold it.*

Uh-oh! Looks like I'm finally running low on sparring partners. I guess playtime is almost over.

Where's the big boss? I want to thank him for his hospitality.

I haven't had a workout this invigorating in months.

Take it easy, young lady. There's no need for any more violence. This has all been a big mis-understanding.

I got bad advice and I'm very sorry.

You can tell your boss that Handsome Richie is anxious to do business with her.

My... BOSS?!

I didn't know you were working with ***Lady Octopus*** until you suddenly crashed in here.

Honest!

Look, I...I screwed up...and I deserve a beat down.

I'm willing to take my punishment like a man--

--but please don't hit me in the face.

--face?!

You can break *anything* except the--

What a day!

I don't know how to explain this costume to my parents--

--and I can never describe this fight to my dad.

This is my own fault.

I should have just waited for the stupid thing to dry on its own.

I just hope this webbing can hold it together until I reach home.

S'funny, in all the excitement I forgot all about Normie and--

Oh, no!

Not *again.*

Come, my dear--I couldn't leave without thanking you for attending to Mr. Valentine and his associates.

I do hope you weren't too rough on the boys.

Men can be so fragile at times.

URRRK!

YOU--
--USED--
--ME!
I HATE being used.
No one plays this web-swinger for a fool.
NO one!
You really must learn to control your temper, little girl.
Such outbursts are unprofessional and very unlady-like.
Did I mention that I made various modifications to the arms of the original Doctor Octopus?
Not only have I greatly enhanced their strength and speed, I have also computerized them--
--and preprogrammed them with thousands of battle strategies gleaned from the past encounters of our two predecessors.

SHRRRRRRAAAKKKKT!

Not only can they anticipate your every move--

--they can initiate immediate *counterattacks.*

You have always been destined to *die* at my hands.

Your fate was sealed long before we ever met, my sweet.

The only question is... *when.*

Should I end your misery today--

--or do I wish to prolong this little game of ours?

What do you think, my dear? Is today a good day to die?

N-NO...

You still haven't beaten me.

You'll *never* beat me.

I'll find a way to win.

I swear I will find a--

ZEEEEEEEEEEE

H-Hello--?!

From the sound of your voice, I assume your meeting with Lady Octopus did not go well.

Are you calling just to stick it to me?

Not at all, my dear.

I only wish to remind you that you can always turn to my master in times of distress.

You want to help me, Chesbro?

How about coming clean about Osborn?

Is he in any real danger?

Has he been targeted by the Black Tarantula or some other would-be crime czar?

I only know that the threat to young Osborn comes from someone whose reach has often extended beyond the grave.

Could you possibly be any more *oblique?!*

Chesbro--?

Great!

Just great!

The young lady grows ever more agitated, Master.

May I inquire as to your interest in her?

She may be of use in our attempts to assimilate the New York underworld.

And, besides...

...she is rather enticing, *no?*

The End

for now!

ALL MEN ARE JERKS!

Her name is *Brenda "Raptor" Drago.*

She's a former super-villain who's trying to redeem herself--

--as a member of a top secret government super-team that's based in this old amusement park.

Yesterday she asked *Normie Osborn* to marry her--

--and even *Jessica Simpson* can guess his response.

Your name is *May "Mayday" Parker* and you are the daughter of *Spider-Man.*

Tom DeFalco & Ron Frenz
script, plot & pencils

Sal Buscema
finished art

Virtual Calligraphy's Dave Sharpe
letterer

Udon Studios
colorists

Nicole Wiley
assistant editor

Andy Schmidt
editor

Joe Quesada
editor in chief

Dan Buckley
publisher

Try to calm down, Raptor. Please tell me what happened. What did Normie say? How did he react?

The little weasel started with the *"We-need-to-talk"* speech--

--and quickly shifted into the *"It's-not-me-it's-him"* routine.

I opened up my heart to him and he...*he **dumped** me!*

Raptor is your friend--*your comrade-in-arms*--and you want her to be happy.

You may have a thing for Normie but--***No! NO!*** You can't betray her!

I don't believe Normie really wants to break up with you, Raptor. There must be more to the story.

I know him--*and he **loves** you!*

A-Are you ***sure*** about that?

I...I'm desperate, Spider-Girl. I need your help.

Could you please talk to him for me and find out what he's thinking?

I...

...sure.

Okay.

No problem.

Thank you, Spider-Girl. I knew I could depend on you.

You're the only person I really trust.

Special Agent Raptor, we need you for a meeting to discuss this new Lady--*wha*--*what's* ***she*** *doing here?! This is supposed to be a secure facility.*

Nice to see you too, Agent Weadon.

Not that it's any of your business, but I came to visit my friend.

I'm in charge of this entire program, Spider-Girl. ***Everything*** that goes on here is my business.

My! My! Sounds like someone woke up on the wrong side of his paperwork.

Why don't you give Weadon a break, kid?

The man's under a lot of pressure and he still blames you for helping the ***Black Tarantula*** to escape awhile ago.

C'mon, Kaine-- I didn't ***help*** the Tarantula. I just wasn't able to capture him.

Besides, if I remember correctly, the guy didn't break any laws.

Whatever! I just know that Weadon's superiors are threatening to shut us down. We need to prove our worth by nailing a major crime figure.

By the way, what's with your costume?

You experiencing a growth spurt...or did it shrink a few sizes?

I...*uhhh*...had a clothes drying mishap.

For a moment, you're tempted to tell Kaine that you've been getting messages from the Tarantula.

The moment passes as soon as Weadon reopens his mouth.

Why are you still standing here?

GO!

Get off my base before I have you arrested.

Okay.

Sure.

I can take a hint.

As you web-swing away, you wonder what will happen if the government pulls the plug on Weadon.

Will Kaine become a mercenary again?

Will Raptor have to serve the rest of her prison sentence?

ZEEEEE

Before it rings a second time, you detach your cell phone from your web-shooter and immediately recognize the voice at the other end...

And how is Special Agent Weadon this fine afternoon?

Okay, Chesbro, I'll bite. How do you know that I just saw him?

I work for the Black Tarantula, young lady. It's my job to keep track of both his allies and his opponents.

And what category am I?

That remains to be seen.

The last time we spoke you mentioned something about ***Normie Osborn*** being in danger...

Yes, but I think you need to concentrate on finding ***Lady Octopus.***

Why? What's her connection to the Black Tarantula?

CLICK

Chesbro?!

ARRRGH!

I hate when you hang up on me!

From past experience, you know you'll never get Chesbro back on the line.

You do intend to resume your hunt for Lady Octopus and look in on Normie--

--but, first, you have another errand to run.

The *Spider Shoppe* is a fashionable little boutique in Forest Hills that's devoted to all things Spider-Girl.

COME IN WE'RE OPEN

THE SPIDER SHOPPE

You don't know who owns it or how it stays in business, but most of the gear is pretty cool.

(Even if an exposed midriff isn't very practical in a brawl with your usual bad guys.)

Yeah...

Now there's a sharp number-- very *creature of the night!*

(Although it kind of reminds you of both the Black Tarantula and that Venom symbiote thingee you fought awhile back.)

Bet it would even give *Lady Octopus* pause.

Can I help you with anything?

SPIDER

Wow! Talk about a cold splash of reality.

They don't have any traditional Spider-Girl costumes in your size.

How is that even possible?

Your size is *the* size and--

Hey, May-- *is that really you?!*

Hi, Chris. Where are you headed?

Just running a few errands for my mom. I live a few blocks from here.

Did I just see you coming out of the ***Spider Shoppe?*** I didn't know you were into ***Spider-Girl.***

*Uhhh...*isn't everyone?

I guess.

Say, I'm real glad I ran into you...

Y-You got any interest in tomorrow's basketball game?

Yeah, I'm going with Courtney and--

--the usual gang!

Your ***spider-sense*** is suddenly tingling, warning you of danger!

On that rooftop--it looks like Lady Octopus!

Oh! I didn't realize that you already had plans.

You could probably join us if you want.

Really?

That'd be cool!

Look, Chris, I've really got to zip. I'll see you at the game.

Uhhhh...

Sure.

Great.

Smooth, man!

Could you *be* a bigger dork?!

Well, well, looks like *someone* has a thing for you.

You don't know ***Christopher Jarkoer*** all that well.

He's in a few of your classes and seems to be a pretty nice guy.

Although, considering your track record, he can only be a major upgrade.

You dated ***Jack Jameson*** for a few weeks--*even though he continued to flirt with every girl he met.*

You also had the biggest crush on ***Brad Miller***--*until you learned that he was a closet bigot.*

And then there's ***Normie Osborn***...

Y'know, Raptor could be right.

Maybe all men are ***jerks!***

(And you can even throw ***Weadon*** into *that* mix!)

You can't worry about that now. You need to ratchet into fight mode.

Lady Octopus suddenly seems to be heading everyone's hit list.

You're pretty sure that she was on the tip of Weadon's tongue before he spotted you--

--and the Black Tarantula also wants her taken down.

Why?! What's so special about her?

Other than the fact that she's kicked your butt every time you've fought.

That's about to change.

You're going to swing around this building and suddenly surprise--

--someone who is definitely *not* Lady Octopus!

Who the heck are *you?*

Oh, great!

Just wonderful!

I don't know what's more *annoying:* the fact that it took me nearly twenty minutes to assemble this rig--

--or your failure to recognize me.

Your timing couldn't be worse, lady.

I was just about to score a few hundred **K** in precious gems.

I suppose I should introduce myself...

...I'm

CLAW--

--the world's greatest cat burglar!

And now, my love, I wish you the sweetest of dreams.

I know they'll be especially sweet since mine is the last face you'll see.

I have a better idea.

Why don't I just drop you off at the nearest police station?

I'm sure they'll be thrilled to arrange a major press conference to announce your capture.

Sorry.

Maybe some other time.

I'm meeting a most delightful redhead for an intimate dinner later--

--and then we're off to the ballet.

Lucky girl.

I hate to disappoint her--

--but you're going to be tied up tonight.

Do I detect a note of jealousy?

You shouldn't worry your pretty little head about it.

The redhead and I are not exclusive.

I'm too much man for a single woman.

CHEENG

Why don't you give me your number?

I'll call you the next time I'm in the area.

We can start with a cozy lunch and see what develops.

I'm even willing to go maskless if you'll do the--*hey!* How'd you beat me to this roof?

Haven't you heard? I have the proportionate strength, speed and agility of a spider.

And I can also leap across tall buildings with a single bound.

I love a woman who is full of surprises.

THWIP

Raptor *is* right.

All men *are* jerks!

Hello-- *911?!*

I want to report one of those super-battles the ***Daily Bugle*** is always talking about.

That Spider... ***uhhh***...woman... person...***whatever***... is fighting some clown who uses fireworks and big metal things.

Agent Weadon!

I was monitoring police broadcasts and picked up a SWAT alert.

Sounds like ***Spider-Girl*** is tangling with ***Lady Octopus.***

I knew that annoying web-swinger was spying on us.

She knows we're after Octopus.

Kaine, *assemble your team!*

We can't let Spider-Girl hijack our bust.

Does it really matter ***who*** catches the bad guys?

Only someone who has never faced a ***budget committee*** could be so naive.

Ohhhh, he floats through the air with the greatest of ease...

That daring young man who will never displease.

Handsome, dynamic and cunning is he...

He's the world's greatest thief and, of course, I mean ME!

Please forgive this sudden intrusion.

I was just passing by and couldn't resist the opportunity to introduce myself to such a lovely pair of ladies.

I am *Claw*, the world's greatest cat burglar.

Oh, my goodness!

A-Are you one of those Robin Hood types who robs from the rich and gives to the poor?

Sadly, no.

All my proceeds are dedicated to fine wines, gourmet meals and breathtaking beauties much like yourselves.

C-Can you stay for dinner?

Would that I could, my sweet, but, *alas*, duty calls.

Another time, perhaps.

=sigh=

Feel free to stop by... *anytime.*

We usually have cocktails at eight.

I...I don't *believe* you, Claw.

Did you really take time out from your escape to flirt with those women?

One must never lose sight of one's true priorities.

As much as I enjoy my work, no one on a deathbed ever wishes--

--that he spent more time at the *office.*

You are wound much too tight, my love.

Perhaps *this* will help relax you!

What the?

KWA-

BAM!!

URKKK

SWA

KKKKK!

cough

cough

ARRGHHHHH!

gasp

I've--

--HAD--

--ENOUGH!

I've already wasted too much time with this stupid cat burglar when I should be out hunting Lady Octopus--

--or looking in on Normie--

--or buying a new costume--

--or even catching up on my stinking math homework.

I'm through playing the piñata while everyone else is enjoying the party.

When I finally get my hands on that clown, I am going to--

Oh, no!

WEADON? What are you and your people doing here?

Isn't it obvious?

They had to call out the big dogs to capture the world's greatest cat burglar.

I can see the headline of tomorrow's *DAILY BUGLE--CLAW CAPTURED as women swoon by the thousands*--or something along those lines.

You have the right to remain silent, buddy.

Do us all a favor and *use it!*

What's going on, Weadon? Why the big interest in such a petty thief?

As if you didn't know! You're not fooling anyone, Spider-Girl.

You orchestrated this entire fiasco to make me look like a complete idiot.

I ought to arrest you for obstructing justice and interfering with a government investigation.

Now there's a man who seriously needs a nap...and a new ***blankie.***

Says the girl without shame. Show some pride, *huh!*

That costume gets any tighter or raggedy, Weadon can haul you in for ***indecent exposure.***

No one asked for your opinion, Quickwire.

What happened to you today, kid? You okay? This Claw character is strictly second tier. How did he ever manage to elude you?

What can I say, Kaine? Everyone's entitled to an off day.

Not if you plan to survive in ***this*** business.

Say, shouldn't someone alert the media so that we'll have film in time for the six o'clock--***hey! Hey!*** How's about introducing me to your very enchanting companion?

Will you ***please*** give it a rest, Claw? No one's buying the nonsense you're selling.

Ignore him, Spider-Girl! Ignore them all!

All men are jerks!

Y'know, I became a ***believer.***

You're still feeling pretty low twenty minutes later when your cell phone rings and you hear a familiar voice...

I understand that Weadon isn't very happy with you.

You calling to stick it to me, Chesbro? Go right ahead. I probably deserve it.

You misjudge me, Spider-Girl...

...it is my honor and privilege to serve the ***Black Tarantula*** and he only holds you in the highest regard.

However, I feel compelled to ask one question. If a simple cat burglar can frustrate and humiliate you--

--how will you fare against someone as powerful as ***Lady Octopus?***

My master stands ready to aid you in any manner you deem acceptable.

Oh, and about your friend ***Normie Osborn...***

It might be prudent to call upon him tonight.

You going to tell me why?

No, of course you aren't...

So I hear you're being released tomorrow...

N MEDICAL C

...you must be very excited.

Yeah, can't wait...

Uhhhhh, Normie, I know I should mind my own business, but Raptor called me and...

She *shouldn't* have done that, May. It isn't fair to you.

Brenda and I need to work things out on our own.

Trust me, you don't want to get involved.

I get that, Normie, and I couldn't agree more.

But Raptor is a friend of mine and you owe her the truth. She needs to know *why* you dumped her.

Has she done something wrong--

--or is there someone else?

There has always been ***someone else,*** my dear...

W-Who are *you?*

Norman, my darling, I know that we have been separated for far too many years--

--but surely you recognize your own *wife!*

The End ...for now!

SPIDER-GIRL (1998) #74

BURIED ALIVE!

After squandering another late night in search of *Lady Octopus*, you barely manage to drag yourself out of bed the next morning.

You're racing to school a few minutes later when you suddenly hear the piercing cry of an ambulance.

A misjudged turn has resulted in a collision with a utility pole.

212

RRRRRR!

By the time you arrive on the scene, more than a dozen live wires are dancing in the street and keeping the paramedics at bay.

No one can reach the car's driver.

No one except you.

Your name is *May "Mayday" Parker* and you are the daughter of *Spider-Man*.

HE'S ALIVE!

AMBULANCE

The way this car's leaking gas--

THWIPP!

--waiting is *not* an option!

Don't move him! It isn't safe without a neck brace.

You need to wait until the electric company cuts the juice.

KWA

BWOOM

You saved him, Spider-Girl. You're a *hero!*

Uhhhh...yeah! I...I guess so. You mind taking over now?

I think I'm needed *elsewhere.*

You shouldn't try to spy on me, *Kaine.*

My *spider-sense* nailed you as soon as you arrived.

What's *that* supposed to mean?

Special Agent Weadon has ordered my task force to apprehend *Lady Octopus.*

He believes she's vying with the *Black Tarantula* to become the new *Kingpin of Crime.*

What do you want? Why are you here?

I was merely admiring your rescue work, girl. Nicely done!

Saving civilians is what you're good at. You should stick to it.

And this concerns me *how?*

I know that you've battled Lady Ock on at least two previous occasions.

You need to *back off* and stay out of our way.

What if I could deliver both Ock and the Tarantula to Weadon?

Your costume must have shrunk more than it looks.

It's obviously cutting off the circulation to your brain.

You shouldn't underestimate the little lady.

Darkdevil!

If you still consider yourself the girl's mentor, you'll do her a favor and convince her to take my advice.

My, my, you're awfully helpful for a merciless mercenary.

We both know that she isn't on the same power level with *Octopus* or the *Tarantula.*

Although that costume is a real mess.

What happened to it?

I agree. The real issue is her safety. You shouldn't encourage her to risk her life--

--and Weadon will have her arrested if she interferes with another one of his investigations.

Maybe not, but she always seems to come out on top.

I had an *-ahem-* unfortunate encounter with a clothes dryer, but that's *hardly* the issue now.

Why? Is he afraid that she'll show him up, again?

Gentlemen! *Gentlemen!* As much as I enjoy the playground histrionics, you're discussing me as if I *weren't* here...and I won't be in a minute.

I am perfectly capable of making my own decisions--*thank you very much!*

Now, if you'll excuse me...

...I have other places to go and people to see.

NELSON AND ASSOCIATES

Thank you for agreeing to meet with us this morning, Miss...

If you don't mind, Mr. Nelson, I prefer to be addressed as *Mrs....Mrs. Norman Osborn.*

I am married to your stepson after all.

Yes...well... that's what we're here to discuss, my dear.

Do you mind stating your maiden name for the record?

I was born *Elan DeJunae* of the San Mardeo DeJunaes.

According to these documents, your father and Normie's grandfather arranged this marriage while you were both toddlers--

--And you haven't seen each other since.

I doubt the courts will consider that a lawful marriage in this country.

Perhaps, but we were and remain legally married in San Mardeo.

What's the matter, Norman? Don't you like the way I've turned out?

RINGGGG!

Could you...*errrr*...excuse me while I...*ummm*... take this call?

Hello, Spider-Girl.

Yeah, I... we're discussing it now...

...and the situation's kind of complicated.

Normie Osborn may actually be *married.*

MARRIED!

MIDTOWN HIGH SCHOOL

Hoo-boy! Sort of puts all of your problems in perspective.

His girlfriend *Brenda* is really going to freak when she--*Hey!* There's *Felicity Thompson.*

Yo, Felicity-- you got a spare minute or five? I could use an assist.

Of course. Why else would you talk to me?

I...I'm *sorry.* Did I do something *wrong?*

Forget I said anything, May. I'm just in a bad mood.

What do you need?

I...I was hoping you could do your computer thing...and get me a complete *Google* on ***Lady Octopus***...and someone named ***Élan DeJunae.***

But I don't want to impose if there's a problem.

I'm more than happy to help, but I also need a favor...

...I want you to rejoin the school's basketball team and play in tonight's game.

I...I'm worried about my dad.

He's loves coaching...but he could lose his job... because the team's been on a losing streak ever since you quit.

I'd do almost anything to help your father, Felicity--

--but you know my secret and the reason why I can't go back.

I-It just wouldn't be fair to the other players.

Sometimes the ends *do* justify the means.

Don't give me any of that *sense of responsibility* bull!

--even if it looks like you're making the *wrong* choice.

His name is *Canis* and he has made some very bad choices.

He recently masterminded the murder of *Wilson Fisk* and various other major crime figures.

His goal was to replace Fisk as the new *Kingpin of Crime.*

He might have even succeeded if it hadn't been for *Spider-Girl.*

Fisk used to run his criminal empire from prison.

Canis assumed he could do the same.

He was wrong.

He now spends most of his time dodging assassination attempts.

RINGGG!

RINGGG!

Yes?

I believe you are scheduled for a court appearance later this afternoon--

--and I may have an interesting proposition for you.

I feel so guilty.

Bad enough I'm letting my teammates down, I couldn't bear it if the coach was fired because of me.

I've known *Flash Thompson* for more years than I care to count.

He's a good coach and he can take care of himself.

Quitting basketball was the right thing to do.

You have more important responsibilities.

I just wish that you could relax and enjoy high school a little more.

So do I.

But *that's* not going to happen.

Look, I need to support the team tonight.

I shouldn't be home too late.

You have as good a time as possible, hon.

Listen to your mother! You deserve a break from web-swinging.

Take the night off and enjoy yourself.

Yeah.

Riiiiiight.

You grew up believing that you were a natural athlete--

--and loved playing basketball.

HOME 62

VISITORS 73

It was only later you learned that you were the daughter of ***Spider-Man*** and had inherited his amazing spider-like powers.

That's when you became ***Spider-Girl***--

--and began to assume greater responsibilities.

You eventually chose to give up basketball.

It was the *right* thing to do.

Yeah, at least *that's* what you keep telling yourself.

But you're a player, not a spectator.

MIDTOWN 11

You hate sitting on the sidelines--

--hate watching your former teammates fail!

You feel responsible for every loss--

COACH

--and blame yourself for disappointing all your friends.

You made the right choice.

You know you did.

So why do you feel so ***miserable?***

What a massacre!

Hard to believe this team used to be undefeated.

It was a different team back then, Moose.

That's right, Brad. We had Nancy Lu and... *ummm...yeah!*

Lu was a mutant who used her powers to cheat. We're better off without her.

I think the team could still win if some other players would only step up.

Got to hand it to Brad.

He didn't actually come right out and blame you.

Catch you guys tomorrow.

Whatever!

You do seem to have a habit of falling for the wrong guys.

Brad Miller, Jack Jameson and Normie Osborn--*not a winner in the bunch!*

And you're scoring even worse on the hero side of things. The *Black Tarantula* seems determined to lure you to the dark side--

--and you barely managed to survive your battles with *Lady Octopus.*

Yeah, looks like the team isn't the only one on a losing streak.

What more could possibly go wrong?

And you used to have a crush on the jerk!

POLICE
City of New York

SQA-PWOOM!

POLICE DEPARTMENT
CITY OF NEW YORK

Lady Octopus!

Good evening, gentlemen.

I've come to liberate your prisoner.

SCREEEECH!

I do hope you'll try to resist.

I could use the cardio.

ZZEEEEEEE

Hello?

I assume you recognize my voice, Spider-Girl.

Of course--

--you're Chesbro, the Black Tarantula's flunky.

-Ahem!- Yes, although I would use a more flattering description.

Once again I am calling to offer my master's aid against *Lady Octopus.*

Thanks anyway, Chessie. I'm just not that desperate. I don't need the Tarantula's help.

I assume you are aware of the most recent developments--

--Lady Octopus has formed an alliance with your old enemy **Canis.**

B-But he's still in prison.

Not anymore. According to a most reliable source, Octopus just intercepted a van that was ferrying him between **Riker's Island** and the courthouse.

Please go on, Mr. Chesbro...

I'm all ears.

It takes you nearly ten minutes to reach the scene of the crime.

Not that it matters.

The police are already covering Ock's exit.

POLICE
City of New York

You told your parents that you'd be home early.

Maybe you should just keep that promise and let the cops chase the bad guys.

Yeah... *riiiiight!*

You're not exactly sure how it works. You just know that it warns you of danger--

--and that you can use it like a mental Geiger counter to lead you toward ***Lady Octopus*** and ***Canis.***

You enter the sewer a few blocks from the excitement.

That's the easy part.

You fight back a wave of nausea as you plop into the icky muck.

Then, as you pointedly ignore the refuse floating around you, you focus on your uncanny ***spider-sense.***

You're practically gagging on the stench a few minutes later, but you force yourself to keep moving forward.

Ah, the glamorous life of a super hero!

(And your mother wonders why you can't relax and enjoy high school.)

As your spider-sense grows ever more insistent, you suddenly hear voices up ahead...

I shall forever be in your debt, my dear lady.

I do hope you will remember that lovely sentiment when the time comes to discuss my fee.

Big MISTAKE, Ocks!

You should have gotten the money up-front.

Based on his history with Wilson Fisk and the other crime bosses, Canis isn't exactly a man to be trusted.

Spider-Girl!

H-How on earth did *she* find us?!

KZAK!

KZAK!

She is a most resourceful young woman.

You needn't be concerned. My ***electro-blasts*** can easily attend to her.

Not this time, Squido.

I *zigged* when your arms thought I would *zag*.

Pretty tricky, *huh?*

Indeed.

If only your luck could have held out for another second, you might have actually landed a blow or two.

Unfortunately, you continue to underestimate the speed and power of my tentacles.

SPIDER-GIRL

Don't waste time jousting with her, Octopus!

Spider-Girl is a lot more dangerous than she appears.

Trust me, Lady. I make a *looooot* of mental mistakes, but I *never*--

--EVER--

--UNDERESTIMATE--YOU!

Just KILL HER and be DONE with it!

Easier said than done.

But I have no intention of engaging in a prolonged battle.

Not when the police can arrive at any moment.

How can we prevent them from pursuing us?

KROK! KROK!

That's rather easy, my dear.

We just SEAL the exit behind us!

BU-THOOM!

KRAKADAKROOOOOOOM

Oh, no!

NO!

She's bringing DOWN the house!

Desperate to survive, you react instinctively and dive for the nearest cover as a few hundred tons of debris descend upon you.

For what seems to be an eternity, your world is a chaos of falling concrete and rising dust clouds of filth and wreckage.

After a few million years, the reverberations slowly begin to die.

Whether by luck or the power of your spider-sense, you somehow managed to find a secure cubbyhole.

choke

cough

cough

You can barely see through the ruins and breathing is a problem.

You realize that it's a miracle that you weren't crushed or killed.

You aren't pinned by any rubble and no bones seem to be broken.

That's where your luck ends.

You can't get a signal on your cell phone and you're trapped in an underground labyrinth of shattered concrete and discarded refuse.

You need to move. You have to save yourself.

No one else can do it. No one else even knows you're here.

cough

cough

You bite back the bile and continue to crawl forward.

Your spider-sense warns you to avoid certain obstructions--

--and you pray that you're moving in the right direction.

cough

cough

cough

cough

Your heart is beating like a jackhammer by the time you squiggle free of your cubbyhole--

--and your stomach keeps trying to leap out your throat.

Inch by precious inch, you crawl forward--

--but there is no end in sight--

--no sign of a way out.

Your arms begin to feel like leaden weights.

Every breath rips down your throat like a rusty razor blade.

You're on the verge of total exhaustion, but you still press onward...

...you *can't* give up.

You *won't* give up!

Your parents never wanted you to be a costumed hero.

Kaine warned you to stay away from Lady Octopus.

Maybe you should have accepted the Black Tarantula's help.

Maybe you wouldn't be in this mess if you weren't so darned stubborn.

If only you'd stuck with basketball...

...you promise yourself that you'll rest after one more inch...

...then, you push for one more...

...and another...

...but you know that you're only lying to yourself.

You can't stop.

You'll ***die*** if you do.

÷cough÷

÷cough÷

You suddenly jerk awake, startled to discover that you had dared to fall asleep.

As you gather your strength for another go, you hear something in the distance...

Is it only a dislodged piece of debris or...

No.

NO!

It sounds like someone is calling your name.

Galvanized, fueled by some final burst of adrenaline, you anxiously spring forward.

I...I'm in HERE!

I'M ALIVE!

But no one answers--

--and your last hope is dashed in the silence.

You must have been hallucinating.

No one's coming for you.

No one's there.

But then, you hear it...

...someone is digging--

--and he's coming for you!

Knock! Knock!

Someone call for a cab?

And, some-time later...

Are you INSANE?!

You'd be dead right now if I hadn't assumed you'd do something stupid and end up in the middle of that cave-in.

What were you thinking? You're no match for *Lady Octopus*--

--and certainly no match for *Octopus* plus *Canis*.

T-That's not what you told *Kaine* earlier.

Are you *serious?!*

I was just busting on him.

I just couldn't let *Mr. Self-righteous* have the last word.

Do us all a favor, Spider-Girl-- *go home!*

Your parents are probably worried sick about you.

ZEEEEEEE

ZEEEEEEE

Are you all right, Spider-Girl? I've been trying to call you for the past few hours.

Sorry about that, Chesbro.

I...I was out of my service area.

Listen, I've reconsidered your offer...

...I am now ready to accept any help the ***Black Tarantula*** can give me.

Sometimes the ends *do* justify the means.

You made the right choice.

You know you did.

So why do you feel so *miserable?*

Excellent! My master will be very pleased.

I will call you as soon as I've made all the necessary arrangements.

Good news?

Quite.

Everything appears to be progressing exactly as the master planned.

I do believe that all of our desires will soon be achieved.

The End ...for now!

After a nearly sleepless night, you pull yourself out of bed at 5:00 in the morning.

You made a big decision recently and today's the first day of the rest of your life.

A pity you can't dress for success.

Your costume's a mess-- *thanks to a series of unfortunate events!*

Your tattered costume is easily hidden beneath a stylish sweatsuit.

Cleansing oil, concealer and toner cast an illusion of health on your face.

Nothing, however, can ease your doubts.

Did you make the right choice?

Are you truly committed to this new path?

You had hoped to sneak out of the house without running into your parents.

Yeah, *riiiiight!*

Your mind's even worse--*ditto!*

Yeah, so what else is new!

Your name is ***May "Mayday" Parker*** and you are the daughter of ***Spider-Man.***

According to the last radio report I heard, the police are still searching for ***Lady Octopus*** and ***Canis.***

There's even a rumor the *Black Tarantula* is back in town.

Octopus, Canis, the Tarantula--May has encountered all of these criminals at one point or another.

What if they all gang up on her, Peter?

Our daughter could be in serious danger.

Yeah...

NATURE'S JUICE

read

But--*Hey!*--She may have *my* powers, but she's also blessed with *your* common sense, Mary Jane.

We need to show some faith in our little girl.

May knows how we feel. She'd never deliberately put herself in harm's way.

You're right. I *guess*...

Morning, everyone! Why are you guys up already?

I believe you've *met* your infant brother. He seems to have this thing about eating before dawn.

Good for you, Benjy! You show'em who's boss.

Spit happens

Where are you headed so early?

I signed up for a morning exercise class.

At *Midtown High*?

Uhhhh... no.

This class is being held--

TEAM SPIDER

"--off campus!"

You need to *focus*, girl...

To defeat an enemy, you must *become* the enemy.

Her name is ***Elektra.***

In her day, she was one of the deadliest mercenaries of all--

--just the type to work for an international crime czar like the ***Black Tarantula.***

Time has not eroded her mastery of the martial arts--

--which is probably why he hired her as your tutor.

You turned to the ***Tarantula*** for help when you learned that ***Lady Octopus*** and ***Canis*** had formed an alliance.

It's a decision you still question.

You're telegraphing your blows.

How is that even *possible?*

You keep repeating the same patterns.

You retreat and attack.

Retreat and attack.

We've been sparring all of 70 minutes and I can easily predict your next move.

Your father used to make the same mistakes.

What makes you think the original Spider-Man is my dad?

I began to dodge that one long before you even committed to it.

Huh--?!

You move like him.

Stand like him.

Sound like him.

Fight like him.

Thanks for the tip--

--but I'm a thinker, not a fighter.

I try to solve my problems without violence.

You need to get out of his shadow--

--and become more aggressive.

Then you're in the WRONG business!

THOKK!

=Ugnnn=

If you truly intend to battle a foe as formidable as ***Lady Octopus,*** you must be fully prepared to release the ***fire*** that rages within.

There can be no doubt.

No restraint.

No hesitation.

Uhhhh...

Okay.

Yeah.

Surrrre!

And how was our practice session?

Adequate, Chesbro.

She should be ready for real combat in a decade or two.

Thanks for the vote of confidence, teach.

Chesbro is the Tarantula's right-hand man.

W-What the heck is all this stuff?

My master has agreed to help you apprehend ***Lady Octopus*** and ***Canis,*** has he not?

The ***Black Tarantula*** never skimps...

Who are you guys?

You can call me ***June.*** I'm a tactician and combat specialist. I'll be in direct command of your strike force.

My...strike force?

Hi.

I'm *April.*

I'll be handling intelligence and communications.

It's an honor and privilege to work with you.

Uhhhh... yeah.

Right back at you!

Your costume appears to have seen better days.

Would you like me to order a replacement?

Thanks, anyway.

I can supply my own clothes.

I need to go soon, but I want to hear what you've turned up on Octopus and Canis.

A few minutes later...

I assume Spider-Girl has taken her leave.

She claimed to have another appointment.

I know it is not my place to question you, master--

--but I am still struggling to understand why we are devoting so many resources to someone whose loyalty is suspect.

Make no mistake, Chesbro.

Spider-Girl wants me behind bars.

But we cannot rule this city's underworld until we have eliminated ***Canis*** and absorbed his organization.

For the moment, we shall treat the *enemy* of my enemy as a *friend.*

ARRRGH!!

Something troubling you, my sweet?

The fools seem to have forgotten that I am the new *Kingpin of Crime.*

They think they can ignore my orders.

Well, you were in *prison* up until recently...

The former Kingpin--*Wilson Fisk*--ruled the underworld from his cell.

I should have been accorded the same respect.

Canis, my love, it's a real pity these misunderstandings weren't ironed out *before* I broke you out of jail.

After all, certain promises were *made.*

And they shall be *kept,* Lady Octopus.

I *will* get my people back in line.

Please to lower your voice.

One must not disrupt the flow of perfect harmony.

A problem you have?

Uhhhhh....

No.

No problem.

N-None at all.

Enjoy your tea and live in harmony.

RRRRRING!

Is Kodiak.

Ahhhhhh...

So good to hear from my old friend.

How can I be of service?

Be at peace, Canis.

Gladly shall I restore harmony to your realm.

Y-Yeah... sure!

Same to you.

-ARRRK-

I can't believe they expect us to drink this swill.

Waiter!

Where's my waiter?

TRANQUIL TEA

You form an alliance with one of the world's biggest criminals in order to snag two *other* bad guys.

Brilliant!

TOWN

At least that's what you keep telling yourself as you fake your way through Math class and barely stay awake in English.

Hello, Normie? It's May. Please call me when you get this message.

I...I'm worried about you, man.

Your friend Normie Osborn had his whole life upended when he suddenly learned that--*Whoa!* Is that *Sandra Healy* with *Howard Kavanagh?*

You helped break them up recently when you learned that Howard was using Sandra for a punching bag.

Hey, Sandra--you got a minute?

What can I do for you, Parker?

You back with Howard?

Isn't it great? He's a completely different person.

So loving and attentive.

I must be the luckiest girl in Midtown.

Is he still in therapy?

That's none of your business, Parker.

The boy needs help--

--and you're only putting yourself in harm's way, again.

Look who's talking!

Where'd you get that *bruise* on your cheek?

Uhhhh...

In my morning exercise class.

Yeah.

Right!

Talk to me once you straighten out your own life.

I don't know who's more crooked-- *the jockeys or the horses!*

I tried to fix a race once. Bought off all the jockeys.

What happened?

DOCKSIDE SOCIAL CLUB

PRIVATE

My horse stumbles out of the starting gate and snaps his leg.

Tough break.

I'll say. Cost me nearly ten large and I walk away without a--*Hey, big fella!*

SOCIAL C

You lost?

This is a private club.

I come to see Max Tomalino. He owns club, no?

He owns club-- *yes*--but Max doesn't see anyone without an appointment.

What's your business with the boss?

He creates disharmony by neglecting his tribute to Canis.

Balance must be restored.

What if Mr. Tomalino doesn't want it restored?

He might like things just the way they are.

Eagerly will I show him the error of his ways--

--and bring him into light of harmony.

A surprise quiz puts your science mark in jeopardy.

THE SPIDER SHOPPE

Your parents will freak if your spider thing starts hurting your grade point average.

You've come to the ***Spider Shoppe*** because you need a new costume.

Maybe ***new*** should be the operative word.

Elektra thinks that you need to get out from your dad's shadow--

--and Sandra told you to fix your own life.

ZEEEEEEE

What is it now?

June here.

Canis is apparently trying to re-establish his authority.

He just hit the ***Dockside Social Club.***

Place looks like a hurricane tore through it.

Handsome Richie Valentine could be next.

*Attend to the injured until the paramedics arrive. Then meet me at **Valentine Motors.***

Say again?

Why should we care about the wounded? We're ***soldiers,*** not ***doctors.***

Are you questioning a direct order?

N-No, ma'am.

Just so we're clear.

CLIK

Have we made a decision?

Yes...

...we have.

KERRASH

TO BODY

You are *Handsome Richie Valentine?*

You have created discord by ignoring your promises to *Canis.*

T-Take it easy, man!

I'm sure we can work everything out.

I'm open to negotiation.

Your words are not connected to your heart.

I will ease the chaos from your soul and lead you into harmony.

You are a coward, a weakling and a liar.

Undeserving of the message I carry.

You make me weary.

I yearn for an opponent who is worthy of the message I bear.

Someone who can truly test my strength and dedication.

You want a CHALLENGE, Boo-Boo?

Sure! *Sure!* Whatever you say.

Just don't hit me in the face.

Not the FACE!

Face it, Tiger! You just hit the jackpot!

The words come from your mother.

They are part of your heritage.

Your name is *May "Mayday" Parker*--

--and you are the daughter of ***Spider-Man!***

SSHAKK!

You okay, Richie, my ma-- oh, no!

His face!

His beautiful face has been reduced to a mass of bruises.

I sense great conflict within you, child.

You are torn between two paths.

Will you heed the call of order or chaos?

Depends on which phone plan they're offering.

I like to yak it up so I need a lot of free minutes.

Your words spring from fear.

And here I thought you were headed for a nice comfy jail cell.

My mistake, Yogi.

I guess I'm just not as smart as the average bear.

Rejoice, child! Kodiak will lead you into harmony.

Such is my path.

Let me ease your pain, child--

--before discord devours you.

One cannot serve two masters.

Retreat and attack.

Retreat and attack.

Elektra was right. You keep falling into the same pattern--

--and it isn't working against not-so-gentle Ben.

Stuff the metaphysics, Smokey.

I'm no man's servant.

You misunderstand, child. I do not speak of men.

Harmony is my true master.

I only live to extend its reach across the universe entire.

You lack commitment.

You dance between the dark and the light--

--and will be ***destroyed*** by indecision!

KTWAMM!

You must achieve true unity of mind and body, child--

--or SURVIVE you shall not!

You close your eyes for what seems to be a second or two--

--but is probably a lot longer.

You in the tires-- FREEZE!

Stand down, June...it's only *me!*

New costume.

Same old web-swinger.

S-Spider-Girl?!

Bingo!

Where's Kodiak--?!

He could be anywhere by now. Should we scour the neighborhood?

No, I can do it faster.

So what should we-- *Oh, of course!* We'll see to the injured.

Good thinking.

Tell Chesbro I want to put you in for a raise!

SUBWAY ENTRANCE
Queens Local
Manhattan Express

Not so fast, Fozzie!
We have unfinished business.

I hate to admit it, but you were right. I made a decision recently--
--and have never stopped second-guessing my choice.
With great spider-power comes even greater equivocation.

I spared you, child, because I thought you were mired in doubt and uncertainty.
Banking
one needs a
DAN
Fly Bermuda
It was almost as if you yearned for defeat.

I sense a change in you.
You have finally rejected chaos and embraced your true path.
THWOKKK!
You may now die with honor.
DIE--?!
Where did *die* suddenly come from?!

True harmony can only be yours--

--in the GRAVE!

Uhhhh...

NO!

Thanks anyway.

Not interested.

You don't know me. You just think you do. I'm much more complicated than you could ever imagine.

You want commitment?

I recently put *everything* I value at risk--

--and I don't intend to LOSE!

Not to YOU.

Not to THEM.

And certainly not to *myself.*

THIK! THIK! THIK!

W-What are these things?

They're called *Stingers.*

I hear they hurt... *a lot!*

Pain is not an option to one who is in true harmony with the universe.

Really?!

THIK!
THIK!
THIK!
THIK!

If you can bottle that and get it past the FDA, there's a real future for you in infomercials.

Material wealth does not tempt me.

I only wish to bring enlightenment to those enslaved by chaos.

Yeah.

Right.

This from a man who works for a convicted murderer like *Canis*.

Although I guess in your distorted world-view he's trying to bring order to the underworld.

I know what you're thinking.

Hey, Pooh Bear--did I ever tell you about my ability to stick to objects?

Pretty cool for crawling up walls, but not very practical in a fight.

THWAMM!

Just depends on how you ACCESSORIZE!

BTAM!

THWIOK! THWIOK! THWIOK!

BTAM! THWAMMM! BTAM!

Uhhh, Boss? **Boss!** I think the man's down.

I...I'm afraid down might not be enough anymore.

You did a good job today, Boss.

Yeah.

I'm sure the Tarantula's beaming with pride.

What have you done?

What are you willing to sacrifice to bring ***Lady Octopus, Canis*** and the ***Black Tarantula*** to justice?

"To defeat an enemy, you must **become** the enemy."

Must you become as ***cold*** and ***merciless*** as they are?

Or are you already a MONSTER?

!!!YEEEEE!

The End ...for now!

SPIDER-GIRL (1998) #76

"KEEPING THE FAITH!"

Your name is *May "Mayday" Parker* and you are the daughter of *Spider-Man.*

A few hours ago, you decided to change your look and bought yourself a new costume--*a sleek little black-and-white number!*

Unfortunately, you forgot to warn your parents.

!!!YEEEE!

Big *mistake,* girl!

Very big mistake!

!!AAAAAA!

T-Take it *easy*, Mom. There's no need to--!

Keep AWAY from us!

I won't let you HARM my baby.

WAAAAAA!

It's no use. She's too panicked to hear you.

You need to calm her down--*and fast!*

Look, Mom--it's only ME!

I...I am so sorry I scared you. I should have told you about my new costume.

What's *wrong*, Mary Jane?

Why are--*May?!* What are you doing in *that* monstrosity?!

Are you *trying* to give your mother a heart attack?

I--It's not her fault, Peter.

S-She doesn't know...

WAAAAAA!

Mom, I...I...

W-We...we'll talk...*later*... after I've calmed your little brother.

Easy, Ben. Take it easy, son. Nobody meant to scare you.

WAAAAAA!

WAAAAAA!

What have you done, girl?

What have you done?

Spider-Girl must DIE!

If it hadn't been for that meddling web-swinger, I'd be the undisputed *Kingpin of Crime* right now.

Instead, I'm an escaped felon who's struggling to regain control of his criminal organization.

I can easily remove her from your life, *Canis*, my love.

I can also straighten out your men.

Yes, of course you could, *Lady Octopus*...

...*if* I revealed their names.

What's the matter, dear?

Don't you *trust* me?

About as much as *you* trust *me*.

I can get my people in line, *thank you very much*.

'Allo. *Big Ben* here.

'Ow can I 'elp you?

Knock off the phony Brit accent, *Barruski*. Everyone knows you were born and bred in the Bronx.

This is Canis. I need you to play diplomat for me.

It's time to gather the boys for a little chat.

What's going on with you, kid?

Something's different.

You're getting up early, heading out to take classes hours before school opens and you don't come home until long after dark.

And why would you suddenly switch costumes without giving us a heads-up?

I--It wasn't like I planned it.

My old costume was getting kind of ragged so I went to buy a replacement--

--and that black one just sort of called out to me.

It just didn't occur to me that you guys wouldn't recognize me.

Although Mom seemed especially freaked out.

She...*uh*...once had a bad experience with someone in a *similar* suit.

But we're talking about *you* now.

I'm proud of the way you've developed as a web-swinger, May. *Very proud!*

But you have to be careful. You can't let it become your entire life.

Is there anything you want to tell me, hon?

Yeah, two of your greatest enemies--***Canis*** and ***Lady Octopus***--have formed an alliance.

You responded by making a deal with the devil himself--*the international criminal called the* ***Black Tarantula!***

The Tarantula has supplied you with a base of operations, a martial arts instructor and a team of highly trained mercenaries.

But you don't trust him.

Heck, you don't even trust *yourself* anymore.

You're in way over your head, girl. Maybe you should just come clean and ask your dad for help.

Daddy, I...

Whew! I finally got Benjamin down.

I still can't believe I overreacted and screamed like that. I feel so ashamed of myself for terrifying the poor little guy.

Mom, I...

I...

...I am...

Yeah.

I know.

I'm just glad you're all right.

The two of you mumble apologies for the next few minutes, but your words are lost amid the tears and hugs.

Then it's just hot tea, warm cookies and light conversation.

No one mentions web-swinging or the new costume for the rest of the night.

No one dares.

Your parents are still sitting in the kitchen when you head to bed.

You wish you could confide in them.

You can't.

You know they'd never approve of your plan to use one criminal to snag two others.

They'd say it was much too reckless and risky--

--that the prize might not be worth the price.

Yeah, that's *exactly* what they'd say...

...and they'd be *right*.

Morning comes much too soon...

ZZZZZZZZZ

Whazzup?

Is that you, Spider-Girl? Are you all right?

Do you require medical attention?

Whozzzis?

It's *June* at Team Spider Headquarters. I'm here with *April* and *Chesbro*.

You missed your morning training session and we became concerned--

--especially since we've heard a rumor that *Canis* is trying to assemble his entire organization for some kind of crime summit.

Say "*Hi*" for me.

Ahem When can we expect you at the office?

You mutter something evasive and try to get back to sleep.

Try being the operative word...

...you finally lose hope fifteen minutes later and get ready for school.

That's when you suddenly realize that you need yet *another* Spider-Girl suit.

Your old one's still in rags and your new one is now maskless.

Hoo-boy! With a family like yours, you'd think a functional costume wouldn't be such a problem.

Say...

Do you think she suspects, master?

What are you prattling about, *Chesbro?*

Spider-Girl, master. Not only did she miss her morning lesson with ***Elektra,*** but she failed to give an adequate excuse to ***June.***

And why should ***Spider-Girl*** explain herself to an underling?

She ***shouldn't...*** but it is ***her*** way.

If I have ***my*** way, you will see even ***greater*** changes over time.

However, I trust your instincts.

I have a plan that will draw her even deeper into our web--

--by proving to her, beyond all shadow of doubt, that our intentions are truly above reproach.

During the course of the school day, your mind keeps drifting back to your mom--

--her reaction to your new costume--

--and the "*bad experience*" she once had.

You sometimes forget that your parents had lives and adventures before you were born. Lives you'll never know or understand. Secret lives...

Hey, Sandra.

Parker.

I see Sandra Healy's still freezing you out.

You have a gift for understatement, Courtney.

You shouldn't take it personally, May. It's not your fault that you learned her boyfriend was using her for a punching bag.

I still can't believe she's going back to him. She must have more issues than the *Daily Bugle*.

What's she thinking? Why would anyone deliberately put herself in such danger?

I...I'm sure she has her reasons.

Speaking of boyfriends, there's yours--!

Hey, Moose! Where have you been today?

We keep missing each other.

Sorry, Court, but I've been kind of busy. Got a few things on my mind.

You want to talk about it over a coffee or something?

Nah, can't do it today. Maybe tomorrow.

Uhhh...

Okay.

What's *that* all about?

Something's bothering that boy. I wonder what-- *Oh, great!*

HELLO

You need to excuse me, Courtney. I have to take this call.

You feel guilty for deserting *Courtney*, but *June* finally picked up a reliable tip on this crime summit thing.

Still, you can't help but wonder if Moose is just having an off day--

--or is he also living a secret life?

Not that you have time to worry about that now.

You're scheduled to meet June in an hour--

--which barely gives you time to score a new costume.

Should you get another black-and-white or go traditional?

THWIP!

Whatever! You can only guess how ridiculous you look right now.

The last costume wiped out your savings.

Here's another one--*did you change your look because you're secretly ashamed of being associated with the Black Tarantula?*

If you're going to spring for a new one, you need to borrow some cash.

Since you can't turn to your parents, that only leaves--

--Avengers Mansion!

Afternoon, Mr. Jarvis.

Spider-Girl?! I see you modified your costume.

What do you think?

After a long association with *the Wasp*, I no longer comment on fashion.

Yeah, I hate it too.

Is *Stinger* around? I need to talk to her.

I'm afraid *Stinger* and the other *Avengers* are currently away on a mission.

Can I be of service?

Bad enough hitting up Stinger for a loan, but Jarvis--no way!

Uhhh...

NO.

Thanks, anyway.

What is it now, Ju-- *Oh, you're not June!*

Never mind. I'm not going to tell you *who* she is.

Hey, I'm busy here. What do *you* want?

ZEEEEEE

Talk about humiliating!

Yeah, I guess I can meet you for a few minutes...

Okay, I'm here--

--although I must say it's pretty *weird* to see you guys together. I thought you hated each other.

Darkdevil is an occasional ally...and a costumed vigilante with the powers of a demon and the soul of a hero.

Kaine is a former mercenary who presently heads a top secret government super-team.

The only thing I hate is that new costume. You need to invest in a mirror, girl.

There's something odd about--*that's one of your father's old masks!*

I recognize the eyepieces. Yours are more pointed at the tips.

Very good, Kaine.

Women like men who pay attention.

We also like men who get to the point... so what do you *want?*

My people heard that the ***Black Tarantula*** is in town and that you're somehow tied up with him.

The new costume adds credibility to the rumor.

Care to comment?

Why should I? Do you tell me all *your* secrets?

Hold up! You know anything about a meeting Canis is trying to set up?

Ahem I believe you're the one who told me to stay away from Canis and Lady Octopus because they're out of my league.

And you listen to *everything* I say?

Yes, I *listen.*

There's one more thing...

...immigration informed us that the daughter of a major European crime boss is also in town.

Her father used to do business with the *grandfather* of a friend of yours.

Élan DeJunae-- the woman who claims to be married to Normie Osborn!

Give me a call if you happen to run into her.

Sure.

Okay.

You bet.

You need to meet June in twenty minutes and intend to call Normie on the way.

I...I'll catch you guys later.

Well--?

Spider-Girl is good at so much, but she's a lousy liar.

She's definitely hiding something. You see the way she tensed when I flashed the picture?

I have a hunch she--

Darkdevil?

Nice.

Very nice.

And he wonders why Spider-Girl thinks we hate each other.

And exactly why should I meet with *Canis?*

Bella BAKERY

With all due respect, Mr. Bellasandro...'e is the reigning *Kingpin of Crime.*

So I've been told, but ya can't prove it by me.

Wilson Fisk is the only Kingpin I ever recognized.

Canis may have whacked 'im. Doesn't mean he's man enough to fill the shoes.

Let's say I do kick up to him, what do I get in return?

Canis would welcome you into 'is crime family and give you all the *protection* at 'is disposal.

Everyone freeze!

Yeah, well, you can tell 'im he's doin' a *lousy job.*

Who are you clowns, anyway?

CRASH!

I'll give you a hint, cutie...

I'm young, sassy and have the proportionate strength, speed and agility of a spider.

C'mon, it ain't rocket science.

We're not talking *She-Hulk.*

Bah! Yer dead *whoever* ya are!

Is this an *exit?*

You're deserting us?

I'm a diplomat...not a soldier.

You failed to reach Normie on your cell and that worries you.

Your lack of sleep also seems to be catching up--

--making you sluggish and impairing your judgment!

Almost got'er!

Almost only counts in horse-shoes, my friend.

Although you guys bear an uncanny resemblance to a distinctive part of a horse's anatomy.

THWIP!

THWIP!

Don't shoot! I surrender. If you guys are cops, I want my lawyer.

If ya ain't the law, I'm sure we can make a deal.

Shut up! We work for *Spider-Girl* and she doesn't make deals with scum.

Disarm that creep and put him with the rest of his crew.

The boss will probably want to question him.

Ohmigosh! I just realized something. These guys haven't committed any crimes. We attacked them without provocation.

They're crooks and you're a costumed vigilante--*that's good enough for me!*

By the way, are you going to change costumes every time we get together?

Remember that raise I promised you? You can just forget it until you--

Oh, no!

He's taken a HOSTAGE!
No problem.
I can still take him out.
NO, June-- NO!
Listen to your masked friend, m'dear. There's no need for anyone to get 'urt. I just want to walk away.
That's not going to happen and you know it. Someone must have already called the cops.
Even if we let you go, you'll never get past them.
I advise you to drop the gun and call a lawyer.
Sorry, I 'ave too many outstanding warrants--
--and my governor's not big on failure.
I'd never survive the night in jail.
What have you done?
How did you let things get so far out of hand?
What's the call, boss?
Should I take my shot?
NO!
No one dies on my watch.
Cheers.
I applaud the sentiment and 'ope you can back it up.
It'll take the wisdom of Solomon to get us out of this mess.

NAH!

THWIP!

THWIP!

Just the *webbing* of Spider-Girl!

You want the 'ostage so bad--*she's all YOURS!*

Hey, that's far enough.

You're in our custody now.

So you say--

--but I still believe that I can make it out the rear exit.

June--LOOK OUT!

He's still *dangerous.*

You have got to be--
ARRRK

I don't carry this brolly just for show, ol' girl.

KWAM! KWAM! KWAM!

What's WRONG with you?

You didn't have to shoot her.

TWAKK!

→Ugnnn←

No one had to get hurt.

No one had to *die.*

Oh, man! This guy is *out.*

Can anyone explain what's going on here?

POLICE

We're licensed bounty hunters in pursuit of wanted felons, officer.

Now, if you don't mind, we need to call an ambulance.

We have a man down.

June! *June!* Can you hear me--?

W-We get him--?

Yeah.

y'Know I was only kidding about that costume thing.

Yeah, so was I about your raise.

June--?!

JUNE--?!

According to the doctors, June will be fine.

Her bulletproof vest took the brunt of the impact.

The hospital's going to hold her overnight because she's still in shock and did suffer a few broken ribs.

Did the authorities give you any trouble?

Up until your legal eagle arrived... and then they practically wanted to pin medals on us.

We may have even made a profit today...

Seems there were rewards posted for four of Bellasandro's people, plus the one on Barruski.

I...I'm so glad that everything worked out.

Y-Yeah.

Me, too.

Chesbro, I'm still a little concerned about what Barruski said about surviving in jail.

Don't be.

His lawyer has already convinced the DA to provide extra protection.

Yeah, it's been happening a lot lately.

At least that problem is easily solved.

Will you do the honors, April?

With pleasure!

Everything seems to have worked out... although you seem to have suffered another wardrobe malfunction.

What's up?

We have a little surprise for you.

Please accept this gift with our compliments.

We didn't know if you preferred your new black-&-white costume or wanted to return to your conventional look--

--so we stocked BOTH!

Wow!

--let's get back to work!

I don't know what to say, other than *thank* you and--

She's DONE it to me, again!

Barruski was my ace in the hole--

--my last chance to regain control of the underworld!

No, my love...

I am the final solution to all your problems.

I can still salvage your crime summit.

None of your underlings would dare refuse my personal invitation.

So be it! I will tell you the names of all my lieutenants--

--and reveal the inner workings of my organization.

And I will eliminate a certain meddlesome wall-crawler.

The End ...for now!

Hi, everybody. Here's a brand-new feature that I could only call...

SPIDER-GIRL AND HER AMAZING FRIENDS

It only seems fitting that I begin with my oldest and dearest friend.

MIDTOWN HIGH SCHOOL

SOCIAL SCIENCES

Courtney Duran

MIDDLE NAME: Marie
HOMETOWN: Forest Hills, Queens, NY
CURRENT BOYFRIEND: Moose Mansfield... although she's also had major crushes on Jimmy Yama and Franklin Richards.
FAVORITE MOVIES: The Lord of the Rings Trilogy
FAVORITE AUTHOR: Laurell K. Hamilton
FAVORITE ENTERTAINER: Justin Timberlake
FAVORITE SUPER HERO: Psi-Lord (Franklin Richards, of course!)
HOBBIES: Science Club, Role Playing Games and fantasy novels.
FIRST MEETING: I met Courtney on the first day of PK4 (Pre-school for 4-year-olds). I was feeling so absolutely abandoned after my mother turned me over to the teacher that I spent most of the day crying my eyes out. A nasty-tempered second-grader decided to add to my misery by pulling on my hair. Courtney came to my rescue and bit the bully on the leg. We've been friends ever since.
HER BEST FEATURES: Courtney really listens to you. Her friendship is unconditional and so is her loyalty.
HER SHORTCOMINGS: Court is too trusting and forgiving. She often makes excuses for people who behave badly.

SPIDER-GIRL (1998) #77

"A TASTE FOR TREACHERY."

Look out, June!

LOOK OUT!

You keep having the same nightmare--

--watching helplessly as ***June*** *(you don't even know her last name)* is blasted from her feet.

She survived, thanks to a bulletproof vest and a whole lot of luck.

She would have surely died if the blast had been a few inches higher or lower.

She would have died because of you!

Your name is ***May "Mayday" Parker*** and you are the daughter of ***Spider-Man.***

For the past several days, you've been playing a most dangerous game.

You asked an international criminal called the ***Black Tarantula*** to help you capture ***Lady Octopus*** and ***Canis.***

Great plan...

Except for the part where June almost lost her life!

What's happened to you, May?

Since when is capturing bad guys more important than protecting lives?

A cold shower fails to wash away your guilt and a few minutes later...

Daddy?

What are you doing up so early?

Making coffee and cranberry pancakes for my favorite neighborhood wall-crawler.

Super Whack

You could use a hearty breakfast for... *well*...wherever you go every morning at 5:30.

It's obvious from your recent behavior that something major is going down.

As much as your mother and I are curious, we have faith in your judgment and agreed not to pry.

We just want you to know that you're not alone.

You can talk to us about *anything*, hon. We'll always be there for you.

Daddy, I...

I *love* you, too.

Y'know, there *is* something you can do for me...

His name is *Canis*--

--and he once dreamed of becoming the new *Kingpin of Crime.*

(That was before *Spider-Girl* sent him to prison.)

He recently escaped custody, but his attempts to regain control of his criminal empire have all met with failure.

(Thanks, once again, to *Spider-Girl.*)

His fate and dream now rest in the hands of his new partner--

--the woman called *Lady Octopus.*

Thank you for agreeing to meet me, Mr. DeWells.

I'm a simple businessman who only wants to enhance profits.

When Wilson Fisk--*may he rest in peace*--ran the underworld, everyone made money.

He kept the authorities off our backs and provided a certain *stability.*

What makes your guy qualified to replace Fisk?

With all due respect, Mr. DeWells, my guy is the only one with enough power and vision to do the job.

He can also provide protection, worldwide distribution and all the muscle you need.

So you say.

I'm still not convinced.

You should talk to him in person.

He's holding a reception later this afternoon. All of the city's major crime bosses will be there.

I urge you to attend.

You don't want to be on his bad side if he *does* become the new Kingpin.

You're starting to *annoy* me.

You have no time to think, girl.

You can't hesitate.

You must rely on your instincts and *move!*

MOVE!

One of the advantages of pairing with the ***Black Tarantula*** is that he provides great support--

--like hiring ***Elektra*** to tutor you in the martial arts and to help sharpen your fighting prowess.

Not bad.

You're kidding, right?

I ran that gauntlet without a single nick.

I think I'm finally ready to face *Lady Octopus.*

Perhaps...

But I suspect she won't be the only challenge you'll face.

Maybe not...

The *Tarantula* has also supplied you with a communications center and the appropriate personnel.

Morning, chief!

Hi, April. What's new?

Our operatives have learned that *Canis* intends to solidify his power base by holding some kind of crime summit later today.

We still haven't determined its location.

You have my cell number. Call me as soon as you hear something.

You'll need backup when you try to break up the meeting.

June is supposed to get out of the hospital later today--

--but I think I should lead your strike force on this mission.

NO.

Definitely not.

You stay here. And June still needs time to recover.

If I need additional muscle, the *Black Tarantula* can join me.

Isn't that right, *Chesbro?*

What makes you think my master is in town?

Call it a hunch! I doubt he'd miss the big finale.

What will happen to *Elektra, April* and *June* when you finally turn the *Tarantula* over to the authorities? Will they also go to jail?

She obviously means to betray you, master.

Of course.

I always assumed that was her intention.

She is a woman of principle and there are those in this country who consider me a common criminal.

When she first entered our agreement, Spider-Girl planned to use my resources to apprehend Lady Octopus and Canis--

--and then turn against me.

Unfortunately, her own principles will work against her.

--and they will prove to be her undoing.

I suspect that her growing attachments to Elektra and April--as well as June's recent sacrifice--are already chipping away at Spider-Girl's resolve.

She is having second thoughts--

Something's wrong.

DTOWN

Moose has been acting very strange lately.

He's already broken a couple of dates and seems distracted whenever we're together.

You think he's seeing someone else?

May?

Uhhhh...

No!

Moose wouldn't do that to you, Courtney.

He'd never betray a friend.

Uh-Oh! There's ***Sandra Healy*** and her abusive boyfriend.

What is he hiding?

I couldn't guess.

Have you tried talking to him?

Yeah, but he just brushes me off.

Look, Court, I hate to run out on you, but I've got to talk to Sandra.

B-But I...*Oh!*

Sandra probably needs you a lot more than *I* do.

You got a minute, Sandra?

Not if you're going to give me another lecture, Parker.

I'm only concerned for your safety.

I know you mean well, but you just don't understand my relationship with Howard.

He really is a great guy and I love him.
But he *hits* you.
I'm trying to help him deal with that.
He needs professional help.
You're in way over your head.
Maybe...but it's ***my*** head...and I think Howard is worth it.
You don't have to go through this alone, Sandra.
There are people who'd be glad to help you.
I know what I'm doing, Parker.
Haven't you ever taken a risk for ***someone*** or ***something*** you believe in?
Hey, Parker! How are you-- *Oh!*
I'm sorry. I didn't realize you were on the phone.
Yeah, I know the place.
ZEEEEEEEE
Give me fifteen minutes.
I'm sorry, Chris, but...
I already know the drill.
You can't talk to me now.
No problem.
Go do what you have to do. I can wait.
Chris Jarkoer is one of the sweetest guys you know--

--but you keep brushing him off (along with everyone else in your usual circle) to hang with the spandex set.

I'm here, Kaine.

What'cha want?

The federal boys think ***Canis*** is getting ready to make his power play.

They also believe the ***Black Tarantula*** plans to hijack the proceedings.

Kaine is a former mercenary--and enemy of your dad--who presently heads a top secret government super-team.

Did I miss something, Kaine?

Canis is an escaped felon.

There are at least a dozen warrants out for Lady Octopus.

And the bureaucrat you answer to is only focused on the Tarantula?

My orders are to bring in the ***Black Tarantula--dead or alive!***

I thought you joined this agency to atone for your past crimes.

Doesn't ***murder*** count?

It isn't *murder*, Darkdevil--

--if it's *sanctioned* by the government.

Y-You're serious.

You really would *kill* the Black Tarantula without a second thought.

I have a job to do, Spider-Girl.

You don't want to get in my way.

What can I say? He's international. It's a jurisdictional kind of thing.

Darkdevil doesn't speak until long after *Kaine* is gone...

You shouldn't be surprised. Kaine may seem all sorts of cuddly now, but you know his history.

You should take his advice and stay out of his line of fire.

Darkdevil is an occasional ally with the powers of a demon and the soul of a hero.

That *could* be a problem.

Darkdevil, I...I may need a *favor*.

A tense conversation and a few minutes later...

Talk to me, April.

What's the latest word on this crime summit?

We're still trying to nail the location.

I'll call you as soon as one of our contacts comes through.

Yeah, you do that--

--while I look up an old friend.

Handsome Richie Valentine is a middle management crime boss in the Canis crime family--

LENTINE AU

--and your paths have recently crossed.

Just tell me the location, Richie.

I'm sure you were invited.

Yeah, I'm a big earner and everyone wants a piece of my pie.

AUGUST DO

Tell me where to find Canis and he'll never bother you again.

I know there's no love between you.

N-NO LOVE--?!

Look what his goon did to my face!

I'm not so *handsome* now, am I?

My doctor isn't even sure plastic surgery can restore my looks.

I want Canis ***dead.***

Will you make him dead for me?

I...I can't do that, Richie.

But I can make him *suffer--*

--by sending him back to jail for the *rest* of his life.

Will you help me?

Looks like everyone's here.

We can start whenever you're ready.

Give me a moment...

Why the hesitation, my dear?

Don't tell me you suffer from stage fright.

Something's wrong.

Some of the faces in the audience seem vaguely familiar, but these are not my lieutenants.

Perhaps your lieutenants sent their lieutenants.

That wasn't our deal. I can't present my case to underlings.

Oops! I must have missed that little detail.

Wait! Where do you think you're going?

I'm afraid I can't stay for the show.

You break a leg--

--and a neck--

--and a whole bunch of other bones.

But don't try to follow me.

All the exits are sealed.

You going out there or what?

People are getting restless.

THIS END UP

You seem awfully pleased with yourself.

Ahhhh! I love when a plan comes together.

How did you find me?

A little birdie told me.

A birdie named *April*.

Love the new costume.

Very stylish!

I hope you didn't dress up on my account.

We don't have time for a prolonged battle.

We don't--?!

As much as I'd love to stain your new suit with blood, I have a previous engagement.

So do you as a matter of fact.

I do--?!

"--or prevent Canis from getting pulped."

Y-You betrayed him?!

WHY?!

Yes, you can fight with me--

At that moment, in a ballroom within the *Jacob K. Javits Convention Center*...

Thank you for coming.

BOAT SHOW

The world lost a great leader a few months ago when *Wilson Fisk* was laid to rest.

Many have tried to replace Fisk.

All have failed.

The result has been *chaos*--

--and *millions* in lost revenue.

With your support, I will bring *order* to the New York underworld.

I am called the *Black Tarantula*--

--and my organization is already known and feared throughout Europe and South America.

Are there any questions?

How will your distribution network benefit us?

The world grows smaller with each passing day.

Cars, jewelry, DVDs and furniture hijacked in New York today can be on the streets of Brazil within forty-eight hours.

The authorities in this country won't be looking for the serial numbers of electronics stolen in France.

You put up a better fight than we expected, Canis.

Too bad the game's over.

W-Why are you doing this?

Maybe it's because you masterminded the murder of Fisk and a dozen other bosses.

Maybe it's because you weren't strong enough to become the new Kingpin.

Or maybe, just maybe, we're going to kill you just because we can.

THWIPP!

I hate to disappoint you, but--

--no one DIES on my watch!

Not even an evil, manipulative, reprehensible murderer like *Canis*.

Are you *insane,* girl?

Why put yourself at risk for me?

You see the large *spider* on my chest?

It isn't just a random decoration.

I'm a *hero.*

Heroes save lives--

--and that includes even the lives of people we don't like.

Spider-Girl-- behind you!

Don't kill him, Canis--I'm warning you!

Out of respect for you, I won't.

Although we'll probably regret that decision.

The odds aren't exactly in our favor.

Not to worry--

"--I already arranged for backup!"

Let me get this straight-- Spider-Girl wants Canis protected until he can be sent back to prison?

That's the mission. You got a problem with it?

Not if it comes directly from Spider-Girl!

Thanks for the assist, people!

Always happy to serve you, ma'am.

Ma'am?!

You called her, "Ma'am"?

I hate to run out on you guys--

--but I'm needed elsewhere!

NO problem!

Just try to avoid Kaine.

Will do!

I hope.

BOAT SHOW

CLAPCLAPCLAPCLAPCLAPCLAPCLAP

That seems to have gone well.

I'm not surprised.

You seem to have planned for every contingency.

Although I still don't understand why you wouldn't let me eliminate that meddlesome little wall-crawler.

I see great potential in *Spider-Girl.*

I have made a significant investment in her because I am confident that I can eventually lure her into my organization.

Is that SO?!

Boy, have you got the WRONG GIRL!

H-HOW?!

EXPO

This time a little *spider* told me--

"--in the form of a **tracer** supplied by my father!"

This is *it*, people.

According to our confidential informants, the ***Black Tarantula*** is in this building.

Our mission is to take him down-- *no matter **who** gets in our way!*

What if the rumors are true--

--and ***Spider-Girl*** is somehow connected to the ***Tarantula?***

Your government is counting on you.

Big whoop!

Then we treat her as a ***hostile*** and ***neutralize*** her.

To Be Continued!

Hi, everybody. It's time to pull out one of my favorite snapshots from the old photo album to illustrate another installment of...

SPIDER-GIRL AND HER AMAZING FRIENDS

DAILY BUGLE

SPIDER-GIRL WINS AGAIN!

Moose Mansfield

REAL NAME: Maurice Arthur Mansfield
HOMETOWN: Forest Hills, Queens, NY
CURRENT GIRLFRIEND: Courtney Duran
KNOWN RELATIVES: According to Courtney, Moose's dad is named Arthur and he works for the fire department. Moose has two younger brothers (William and Albert) and a younger sister (Madeline). I never met his mother, but I remember hearing that she died from cancer while we were all in junior high.
BEST FRIEND: Brad Miller
FAVORITE MOVIES: *Field of Dreams, Bang The Drum Slowly* and *Major League*
FAVORITE AUTHOR: The sports columnist of the *Daily Bugle* and anyone who works for *Mad Magazine*
FAVORITE ENTERTAINER: Arnold Schwarzenegger
FAVORITE POLITICIAN: Arnold Schwarzenegger
FAVORITE SUPER HERO: Spider-Girl (although he somehow went through a period when he actually believed Courtney was Spider-Girl—As IF!)
HOBBIES: Football, baseball and fishing with his father and brothers
FIRST MEETING: I first became aware of Moose in grade school because he hung with Brad, a guy I used to have a crush on. He often bullied the smaller kids (like Jimmy Yama) and I used to think he had headbutted one goalpost too many.
HIS BEST FEATURES: Moose is actually a warm and gentle teddy bear. He's open, honest and wears his heart on his sleeve. There's absolutely no duplicity in the guy. You never have to read between the lines with Moose because he always speaks his mind.
HIS WORST FEATURES: Moose is very stubborn and can only seem to hold one idea in his mind at any given time. He also has trouble keeping his temper under control.

SPIDER-GIRL (1998) #78

THE PEOPLE PLAYED BY GAMES!

While I applaud your persistence, young lady--

--The time has come for you to DIE!

There is no need for such melodrama, Lady Octopus.

I am certain we can come to an appropriate accommodation with Spider-Girl.

I know you have a thing for this girl, Tarantula--

--but she's uncovered our plan to crown you the new Kingpin of Crime.

You thought Lady Octopus was helping your old enemy Canis.

But she's been secretly working with the Black Tarantula--

--who was supposed to be helping you!

Hoo-boy! Sometimes you can't tell your enemies from your allies without a scorecard.

Your name is May "Mayday" Parker and you are the daughter of Spider-Man.

You shouldn't have followed me, Spider-Girl.

You're supposed to be across town, saving Canis from my ambush.

Oops! Must have missed that memo.

I really should check my e-mail more often.

Not to worry! I asked some friends to watch over Canis.

Ladies! Ladies! There is no need to fight.

We're all on the same side here.

Are--
--you--
--INSANE?!
I thought you were sincerely trying to help me--
--but you were only using me to eliminate the competition.
You were PLAYING me all along!
Your anger is understandable...
...if somewhat *disingenuous*.
I suspect that *you* have been playing *me* as well.
Though you eagerly accepted the facilities and agents I placed at your disposal, you always intended to betray me--
--and turn me over to the authorities.
If you truly believed that, why the big charade?
There is something about you that has haunted me ever since we first met.
I wish I could explain my fascination.
I cannot.
I just know that we have always been destined to become allies, friends--
--and, perhaps, even *more*.

Ahem

Did we come at a bad time?

Take your hands off her, Tarantula.

NOW!

Ahhhh, Kaine...

...so good to see you, again.

I do hope Special Agent Weadon has been treating you as well as you deserve.

I find it rather insulting, however, that your government puppet master actually believes your team of misfits can apprehend me.

Sticks and stones, Tarantula.

Doesn't change the fact that we're taking you into custody.

You people obviously know each other and have business to discuss--

Jacob K. Javits
BOAT EXPOSITION

--so I'll just leave you to it!

What are you waiting for, Raptor?

Go after her!

Me?!

I gave you an order.

Move it!

Nicely played, Kaine.

W-What are you talking about?

I suggest you join the other women, my dear.

Like Lady Octopus said, we men have business to discuss.

Excuse me?!

Ignore him, Spider-Girl. You need to help Raptor. She doesn't have a chance against Ock.

B-But *you* sent her!

Oh!

I see.

It's testosterone time.

Clock's ticking, darlin'.

I don't know if she fears more for your *life*, Kaine... or your *soul*.

You may go with a clear conscience, Spider-Girl.

You have my word that no one will die in your absence.

You shouldn't make promises you can't keep.

I don't.

Arrgh!

Macho jerks!

I'd flatten you both if I had time.

Swell! You have to trust a man who's already betrayed you--

--a man that Kaine has vowed to capture dead or alive.

But you can't obsess about that now because--

--Raptor needs you!

That's... uhhh...far enough.

Boat Show

Boat Show

You're... errr...under arrest.

They sent you alone?

Interesting!

Someone must be very annoyed with you, little girl.

THWIP

As I understand it, Kaine's super-team is a bunch of *failures*--

--former super-villains who chose to serve the *law*, instead of their *sentences*.

You should have stayed in your cell, young lady.

Fighting is not your *forte*.

SHHHNKT!

Good advice!

I hope you'll remember it when *your* time comes.

SHAKT!

Thanks for the save, Spider-Girl.

Where's the rest of my team?

Comparing measurements with the Tarantula.

This day's gone from *bad* to *worse*.

NEW NEW NEW

HAL BOAT SHOW

Aside from all the ***other*** betrayals, the Tarantula came on to you--

--Kaine dissed you--

--and now you have to fight a madwoman who's won every previous battle.

What else can go wrong?

We have a *problem!*

What is it, June?

The support squad and I just arrived at the dockside warehouse where our intel reported that *Canis* was holding his crime summit.

Our mission was to back up *Spider-Girl*, but she's not on site.

There is another super-team present--

--and they are in the process of turning Canis and his associates over to the authorities.

Do you have any idea what happened to Spider-Girl?

Your guess is as good as mine.

Hold on, June! I just picked up a report on our police scanner.

Spider-Girl is allegedly battling Lady Octopus at the Javits.

T-The Javits Convention Center?!

Is something wrong, *Chesbro?*

More than you can possibly imagine, *April.* Please tell June and her team to return to base.

I think *Team Spider* is about to lose its funding.

I am embarrassed for you, *Kaine.*

BOAT SHOW

There was a time when you were one of the world's deadliest assassins.

Now you are forced to team with losers like *Quickwire, Big Man* and *Raptor.*

Forget your quest for redemption and come work for me.

I will certainly be far more appreciative than *Special Agent Weadon.*

Shut up, *Tarantula!*

I am *not* for sale--

THROK!

--and you can't seduce me as if I were some starry-eyed teenager.

You can't tempt me with your lies. I can see the real you--

--and you're a cold-blooded MONSTER!

BKOW!

I should know.

I used to be one myself.

BTAMM!

You may look down on me and my team, but at least we're trying to balance the scales.

At least we're trying to atone for our past mistakes.

Are you so angry because I tried to lure you back to the dark side--

PWOOM!

--or because I dared to tempt *Spider-Girl*?

KSMMASHH!

What is your relationship with the girl?

From every account I've read, you and the original *Spider-Man* were bitter enemies.

And, yet, you seem to care about her.

WHY?!

Are we going to *fight* or do you just plan to talk me to death?

Oh, we are definitely going to fight.

If my own relationship with *Spider-Girl* is to progress, I must learn everything I can about her.

I will take great pleasure in forcing you to reveal all your secrets.

You *stalking* her?

I assure you that my intentions are honorable.

I have a duty to future generations to find a suitable mate.

Marriage is forever.

Norman, my love, you and I belong together.

I have loved you ever since I was a child.

Get off that nonsense, Élan.

You barely know me.

I called you here so that we could discuss this fake marriage my grandfather and your dad cooked up between us while we were still toddlers.

You're wrong, Norman. My father taught me everything I needed to know about you.

He was one of your grandfather's most loyal disciples.

Disciple? You almost make it sound like he was in some kind of cult.

He *was*...and still *is*.

Your grandfather founded it.

I'm sure he must have told you about *The Order of the Goblin.*

W-Why are you dressed like that, Élan?

What's going on?

There's no need to be coy, love.

The time has finally come for us to *formalize* our union.

Isn't *love* grand?

Out of respect for the *Black Tarantula*, I spared you until now.

That's a mistake I intend to *rectify*.

YIKES!

KWA-KWOOM!

-whew-

You okay, Raptor?

-uhhhhh-

Can you still hear me, Kaine?

Your courage and endurance are very impressive.

But you will submit to me in the end.

Everyone does.

E-Everyone until *me.*

I'll never give up.

I'll never stop fighting.

Nice speech, but we both know that *surrender* is your only real option.

SPLAT!

All right.

I know when I'm beaten.

It's obvious that you would choose ***death*** over ***defeat.***

Whether you realize it or not, you often worked for my family during your days as a mercenary.

Our web extends much farther and deeper than you can ever know.

I will eventually be with Spider-Girl.

It is *inevitable.*

But I can still wipe the smugness from your eyes.

One last thing, Kaine...

YOU MONSTER!

It's a miracle you didn't kill anyone with that last stunt.

Thank goodness Raptor's still breathing.

If you're trying to make me feel guilty, *congratulations.*

I'm sorry I failed to destroy you.

Oh, well! If at first you don't succeed...!

Really, my dear...

Your jackrabbit routine is getting rather tiresome.

You can't avoid me forever.

Yeah, that's why I intend to finish this battle before someone else gets hurt.

You've had the advantage so far--

--but now we play by *my* rules.

Is this some kind of *gag* or has *fear* driven you to desperation?

I have crushed you every time we fought.

No argument.

But that's partly my fault.

I admit I allowed your flailing tentacles to intimidate me.

The fact that they're programmed to anticipate my moves--

--and are also loaded with all sorts of *nasties* didn't add to my confidence.

I realized I couldn't beat you until I found a way to ignore your tentacles.

I needed to believe in myself and trust my own abilities.

Instead of fighting in a pattern your arms can predict, I'm reacting *instinctively.*

Even I don't know what I'll do next.

I know it's a wild and crazy way to conduct a fight, but--*hey!*

I'm always open to new ideas.

T-This *isn't* possible!

I'm far more experienced and powerful.

Yeah, but that's the biz!

In case you haven't heard the news, lady--

--It's a SPIDER-GIRL WORLD!

KREEE-SHAKBWOOOM!

You can't do this to me.

I won't allow myself to be conquered by you.

Yeah, about *that*...

It's not like you have a lot of choice.

SLAP!

-acck-

CLAP! CLAP! CLAP!

Well-done, my dear.

You have great honor.

I thought she was your partner.

Or was she just another tool?

Just like *Canis*...

While I admit to a certain duplicity in regards to the ***others***, I have far greater plans for you.

And *me*.

Save the mind games. I know that you used Ock to hijack Canis's organization so that you could become the new Kingpin.
You're going to jail.
Please don't do something we'll both regret.
You're already on the verge of exhaustion after your confrontation with Octopus.
I don't want to harm you.
You won't.
I'll find a way to beat you.
I'll just keep coming at you until I do.
I...
I'm surprised you haven't asked me about Kaine.
You gave me your word.
Was I wrong to trust you?
I'm afraid there is only one way to resolve this conflict between us and still achieve my ultimate goal.
I surrender, Spider-Girl.

The authorities soon take charge of the Black Tarantula and Lady Octopus--

--and paramedics attend to Kaine, his crew and a dozen or so unlucky civilians.

You, however, slip out during the confusion and return to ***Team Spider*** headquarters.

Chesbro is already gone... along with April and June.

All that remains is a bouquet of flowers--

--a congratulatory note--

--a few million unanswered questions--

--and a closet full of costumes--

Could you have defeated Lady Ock without the martial arts training supplied by the Tarantula?

Did he really surrender because he didn't want to fight you--

--or was he merely playing you, again?

And why--***why***-- did you ever get involved with him in the first place?

Now that you've tasted the darkness, girl--

--can your life return to normal?

Will you ever be able to go back to being that friendly neighborhood wall-crawler?

YAHOO!

Only time can tell.

In the meanwhile, you need to cut loose, spin some new webs and reconnect with some old friends...

RINGGGG!

Hello, Spider-Girl.

I am so glad you called.

This is Élan and I want you to be the first to hear the big news.

Norman and I have decided to renew our wedding vows.

R-Really?

I...

I suppose *congratulations* are in order.

Can you put Normie on? I want to wish him my best.

Oh, I'm afraid he can't come to the phone.

He's a little tied up at the moment.

The End ...for now!

SPIDER-GIRL (1998) #79

Isn't it just... *breathtaking?*

That container of bubbling green goodness is your-- *excuse me--our* future, my dear Norman.

Once the chemicals are ready, you will finally be given the power that has always been your birthright--

--the power of the GREEN GOBLIN!

You're *insane,* Élan.

I can't be the first to mention it.

Oh, Norman! You don't fool me. You're just lashing out because you're insecure.

Your grandfather may have been the first Goblin, but you don't think you're worthy of this precious gift.

My grandfather was a psychopathic monster and so are you.

You'd better release me, Élan. It's only a matter of time before Spider-Girl realizes that you've kidnapped me.

She will track us down.

She will save me.

From what--*your true destiny?!*

You are an *Osborn,* Norman. You were *born* to be a Goblin.

Besides, Spider-Girl thinks we've eloped.

She's probably off somewhere, playing the big brave super hero.

WHEN DESTINY CALLS!

Whozabigcutie?

Youare!

Yesyouare!

Yesyouare!

Your name is *May "Mayday" Parker* and you are the daughter of *Spider-Man.*

In the past few weeks, you've fought normal gangsters--

--battled superhuman adversaries like *Canis* and *Lady Octopus*--

--and even faced the international criminal called the *Black Tarantula*--

--but *nothing* compares to the excitement of--

--feeding your baby brother!

What an appetite! Benjy can really pack this stuff away.

Sleeping and eating are pretty much his entire job at this point.

I'm glad you finally finished with those early morning exercise classes, May.

Funny how your reappearance at the breakfast table just happens to coincide with the recent arrests of *Canis* and *Lady Octopus*.

According to the *Daily Bugle*, the *Warriors* and some unnamed federal agency scored those baddies.

Spider-Girl wasn't even mentioned.

Neither was the Black Tarantula.

I wonder what happened to him.

I'd tell you if I knew.

Would you?

Maybe.

The Tarantula recently gave up without a fight and was promptly taken into custody by government agents.

You're still not sure why he chose to surrender. With all his power, he could have easily overwhelmed you.

Why didn't he even try to escape?

You intend to ask him that very question later this afternoon, but now...

I'll catch you guys later. I'm off to school.

After weeks of being buried in bad guys, you're finally going to reconnect with real life.

You're anxious to catch up with your friends and school work.

The sun is shining and the birds are chirping.

Today is going to be just *glorious!*

Or *not.*

"D"?!

I don't get "D"s in science.

Anything below a "B+" is uncharted territory.

Don't let it throw you, May. You've been very distracted lately--

--and everyone's entitled to an *off* day.

Although you must have been really *off.*

I don't want to stick it to you, but even Moose scored a "B" on that test.

CHEMISTRY

Great.

Just great.

So tell me, Courtney...how are you and the big guy doing these days?

About the same.

Something's obviously bothering him, but I can't get him to open up.

I'm meeting him at the coffee shop after football practice.

Care to come with? There's a good chance Brad will be there.

Thanks, but Brad has lost his *Bradness* as far as I'm concerned.

I'm just not into him anymore.

So who's your current hottie?

Y-You're not back with Jack Jameson, are you?

No way.

As much as I like J.J., he's an incurable flirt and I just don't need his grief.

Hey, he's a good friend, but even I have to admit the man's a dog.

What's wrong with me, Courtney?

Why do I always fall for the wrong men?

Why can't I just find a nice, normal, decent guy?

Hey, *May!*

Oh... er...hi, Chris.

Courtney, do you know Chris Jarkoer?

Sure, we're in a couple of classes together.

I...*uhh*...heard a rumor that you...*err*... might need some help with science class.

Please let me know if there's *anything* I can do.

That is so... *sweet*...but I... I'll be fine.

Honest!

Although you did mention something about a decent *cup of coffee.*

Huh--?!

Oh, yeah! That's right! Say, Chris, a couple of us are meeting at the coffee shop after school. You want to join us?

Really?!?

I...I mean...*yeah,* ***sure!***

You're going to be there, *right?*

That's the plan. We can finally get to know each other a little better.

Ab-so-*lutely!*

Ms. Parker, I do believe you've made that young boy's year.

It is a burden, my dear Ms. Duran, but like my father always says, "*With great power, there must also come great responsibility.*"

Your dad said that? He should be writing for *Hallmark.*

A few hours later, you ditch a study hall and head for the roof.

You plan to hook up with your friends after school, hang for awhile, and then hit the books.

But first, you still have unfinished business with the *Black Tarantula*...

Even as you race across town in your own distinct manner, your mind drifts to Chris Jarkoer.

He's a nice enough guy, but what kind of future could you have with him--

--or anyone else for that matter?

You are the daughter of *Spider-Man.*

You are bound by duty and destiny--

--and your life is not your own.

A few minutes later, at an allegedly abandoned amusement park--

--that actually serves as the base of operations for a top secret government super-team.

I truly wish I could tell you how much I look forward to your little visits, Spider-Girl--

--but I was raised to be a gentleman.

I love you too, Weadon.

Special Agent Weadon, if you please.

Whatever!

I know you've got the *Black Tarantula* in custody and I'd like to see him.

I am only allowing this visit because *Kaine* said you assisted with the capture.

No, I actually said she caught him *all by herself.*

Ahem! I just know what's in the official report.

Which *you* rewrote!

I'm not trying to steal anyone's thunder, Weadon. I just want to talk to the man.

He is currently surrounded by a dozen armed guards and encased in a reinforced cell that is nearly a thousand feet below us.

Yikes!

I will only allow you to communicate over this video link.

Boys with toys.

Not exactly the cozy chat I envisioned, but it'll have to do.

So how do I operate this doohickey?

Hello, my angel. I am pleased that you still think of me.

I see you have returned to your traditional dress. Very nice! I always thought those webs flattered you.

You are unbelievable, mister. Sitting in prison and still trying to get over on me.

Look, as much as I appreciate the compliments, I have to know one thing...

Why did you surrender?

Would you have allowed me to escape?

NO.

Would you have used all your power to stop me?

Probably.

There is your answer.

I believe that we belong together and couldn't risk harming you.

No, my angel... this is merely a temporary inconvenience.

I shall eventually be free and destiny will reunite us.

Are you crazy? You're going to spend the rest of your life in jail.

Oh, I beg to differ.

Your boyfriend better get used to that cell. He's going to be there a long, long time.

He's not my boyfriend.

I couldn't care less. We're done here. We've finally come to my favorite part of these visits when I ask someone to escort you out.

I'll do it, sir. It'll give us a chance to discuss the latest fashions.

Fashions--?!

Élan, *please--!*

I'm hurrying as fast as I can, my love.

We can't rush the process.

I'm begging you, Élan--*don't do this to me!*

I don't want to be exposed to those chemicals. They destroyed my father and almost ruined my mother's life.

They also drove my grandfather INSANE!

Enough!

Your grandfather--*the real* ***Norman Osborn***--was one of the greatest men of all time.

I'm giving you the power to continue his noble work.

You are really starting to... *disappoint...*me, Norman.

You've allowed Spider-Girl to pollute your heart and your mind.

I need to have a *chat* with that girl.

She's transformed you into a mewling child.

Fashions, Raptor?

When have we ever discussed *fashions?*

I didn't want to mention that my boyfriend was missing in front of Weadon.

Have you heard from Normie? I can't seem to reach him.

Me neither, but I did speak to Élan the other day...

You mean the witch who claims they were married as children?

Yeah...*well*...I hate to break it to you, but she says they're planning to renew their wedding vows.

I don't buy it. Normie wouldn't do that behind my back. He'd call me first and be upfront about it.

Spider-Girl, I need to know he's all right...but I can't go off the reservation without Weadon's permission.

ZEEEEEEEE

Why don't you answer your phone? There's always a chance that it's Normie.

I suppose *anything's* possible, but...

Oh!

I-it's... you.

HAULING AND DUMPING INC

DO NOT PARK

I assume you are as ***pleased*** to hear my voice as I am to hear yours.

I'm calling on Norman's behalf. He needs to make a decision and would welcome your input.

The time has come for us to have a...***debate.***

Are you interested in a civil exchange of views for Norman's benefit?

Uhhhh...

Sure.

Where can I find you?

You take down the address and about thirteen minutes later...

Hoo-boy!

I know Élan comes from somewhere in Europe, but is *this* really considered courtship in her country?

Great time for jokes, Spider-Girl.

She lured you into a trap.

The woman's *crazy*, I tell you.

Really?!

I must have *missed* that part.

What's with the bubbling green goo?

It's some kind of updated version of my grandfather's Goblin formula.

She wants to turn me into a monster like him.

She belongs to some kind of cult that actually worships that lunatic.

We're not a *cult*, my dear.

We're a movement that advocates social revolution.

Hello, Spider-Girl.

So good of you to come.

Nice costume, Élan--

--although the *ears* are a bit much.

About this movement of yours...

...would it be fair to assume that you're a bunch of Goblin groupies?

You are crude...but astute.

We are dedicated to the principles that the real Norman Osborn established for the advancement of society.

Contrary to the lies that have been spread about him, he was a true visionary.

Instead of relying on inefficient governments, Osborn believed society could be ruled by a league of benevolent businessmen.

Oh, and Spider-Girl...

...you're going to need a *Plan B.*

Unlike poor *Normie, I am a true GOBLIN!*

KWA-THWAP!

I bathed in the formula many years ago and already possess all the attendant powers.

RAPTOR--!

W-What were you *thinking,* Raptor?

You were supposed to rescue Normie while I distracted Élan.

I was hoping to avoid a fight.

UFFFT

Coward!

I knew you would be afraid to face me.

I really can't blame you.

I am more experienced and far deadlier than you.

Ever since my father first promised me to Norman's grandfather, I have been training to become *the Queen of the Goblins.*

THWOKK!

You misunderstood me, lady.

I said I didn't *want* to fight.

I didn't say I *won't.*

Finish her off, Spider-Girl-- *and hurry!*

Raptor isn't moving.

She could die if we don't get her to a doctor.

SHHINNNNKKK!

-Sheeesh-

I'm doing the best I can, Normie.

Does it really look like I'm slacking off or--

ARRRGH!

Y-You--

--stabbed--

--me.

It's only a flesh wound. Suck it up and don't be such a big baby!

I deliberately avoided any vital organs.

You mustn't die just yet.

Not until you've witnessed--

ZZZT!

KLICK!

--the final victory of NORMAN OSBORN!

SPLASH!

With me at his side, young Norman will strive to create the empire that his grandfather envisioned.

We will tear down the current social structure and rebuild a new society.

We will exploit our power to the fullest and bring true order to this world.

We will banish all lawyers and politicians--

The real Norman Osborn left us a blueprint for a world without *poverty, war or taxes!*

He might have even achieved his dream if not for ***Spider-Man.***

--and our faithful legions will destroy all who dare to defy us!

Where Osborn was a great innovator, the original web-spinner was merely a small-minded reactionary--

--who was afraid of his own power and shackled by a naive, outdated morality!

In the years to come, Spider-Man will be completely forgotten because he didn't contribute ***anything*** of value to this world.

You're ***wrong,*** Élan.

He left ***me.***

I am Spider-Man's legacy.

You are a very sick woman, Élan.

You're a sociopath enthralled by a madman.

You mistake *compassion* for *weakness*--

--*morality* for fear--

--and a *criminal mastermind* for a *cultural messiah.*

BTWAAM!

The Goblin cult did a real number on you, Élan.

They stole your childhood and filled your mind with lies.

They wanted Normie to replace his grandfather and they picked you to do the dirty work.

You never had a choice.

They USED you, lady!

You are an ignorant fool, Spider-Girl. You cannot imagine the honor they bestowed upon me.

I was raised to be the *Queen of the Goblins* and I will fulfill my glorious destiny.

Please back off, Élan. I don't want to hurt you.

You *cannot* and *will not.*

This time the *Spider* will fall and the *Goblin* will triumph.

BTWUNKK!

No, sweetie.

Afraid not.

We spiders are a hardy breed.

I wish we could have settled our differences with words instead of fists--

--but YOU called the play!

SHASHUNK!

Springing toward the container of Goblin juice, you crack Normie free and...

Are you okay? Do you think the chemicals had time to--?

We can't worry about that now. Raptor needs medical attention.

I'll say one thing for you, Normie--*you're consistent!*

By the way...

Any chance this Goblin dip is *flammable?*

A good chance by the looks of it.

Hang on! I've got Raptor.

What about Élan? We can't abandon her.

I'll come back for her after I get you guys to safety.

"You actually reentered that inferno?"

"You say that like it's a *bad* thing. I couldn't leave her to die."

"So what happened to her?"

"I wish I knew. She was already ***gone*** by the time I returned."

A fascinating tale...

But it still doesn't excuse Raptor for leaving this facility without permission--

--or bringing *you* here for medical treatment.

You're not a member of this organization and therefore not entitled to any benefits.

S'funny, I never thought of a tetanus shot and stitches as perks.

Don't smart-mouth me, young lady! I--*what do you want?*

Oh, my!

Oh, my!

Y-You'll have to see yourself out, Spider-Girl.

I... I'm needed elsewhere.

Sure.

No problem.

I'll be fine.

Jerk!

ZEEEEEEE

Hello--?

You!

H-How'd you get to a phone?

W-Where are you calling from?

Please give my regards to Agent Weadon and tell him I took pains to assure that none of his guards suffered permanent injury.

We shall meet again, my angel.

Such is our destiny.

Why that arrogant, son of a--

Hey! How's the side?

Could have been a lot worse.

I'm kind of lucky that Élan wanted to stick it to me *after* she stuck me.

How are you doing?

TECH 3

Did I get you away from those chemicals before they could...

I'm going to be just fine. The doctors checked me over and gave me a clean bill of health... thanks to you.

You're always there when I need you.

Hey, where else would I be?

How's Raptor?

She's perfect...*just perfect!*

This thing with Élan has helped clarify a few things for me.

I think I'm finally ready to make a serious commitment to Raptor.

I... I think that's ***great***...and I really want to wish you the ***best*** of luck.

You used to have a major thing for Normie Osborn... and probably still do.

If he turns around, you should tell him how you feel.

Maybe he'll...

ARRRGH!

What's wrong with you, Parker--*are you, like, eight?!*

The man's made his choice.

He has obviously moved on--

--and so should *you.*

Thanks! I... I'll catch you later, *okay?*

Funny how things work out...

Élan thought she was destined to be with Normie.

He chose someone else.

The Tarantula believes he's destined to be with you.

But you're pretty much convinced you're going to end up alone.

Of course, you could be wrong.

Your father seems to have done all right for himself.

That *you*, May?

Hi! I...*errr*...missed you at the coffee shop and just wanted to make sure you were okay.

Sorry about that, Chris. Something unexpected popped up.

I'm glad you stopped by.

Really? I was afraid you might have skipped the gathering because of... *well*...

No, Chris. I was actually looking forward to seeing you.

Y-You--

--were?

Y'know, I could still use a decent cup of coffee.

How about you?

I'm with you, May.

The End for now!

SPIDER-GIRL (1998) #80

He arrives shortly after the new janitor unlocks the doors, at an hour when most of his fellow students are still in bed.

The solitude doesn't bother him.

He actually prefers the school when it's virtually empty.

With one exception, Kevin Hartman has always been a loner--

--an outsider the girls ignore and the bullies don't.

EXIT

That's about to change...

Mr. H--?!

Kevin has a secret.

His only friend has finally returned.

You *here*, Mr. H?

I brought breakfast.

No longer will Kevin be the butt of every harsh joke--

--or the perennial punching bag for the jock crowd.

His friend will protect him in the future--

--and ***avenge*** the casual cruelties of the past.

Yes, Kevin Hartman's life is about to change.

He has a secret, and...

SECRETS KILL!

You're getting dressed for school when the pain suddenly rips across your chest like a flaming knife.

You need to be a lot more careful, girl. You're still in healing mode.

It's barely been two days since *Elan, the Goblin Queen,* stabbed you in the side.

She deliberately avoided any vital organs because she wanted you to watch her destroy your friend *Normie Osborn.*

Yeah, but you managed to save Normie--

--who promptly declared his love for *another woman!*

Typical!

You get the pain and someone else claims the prize.

But you can't really expect anything else when your name is *May "Mayday" Parker* and you are the daughter of *Spider-Man.*

With your best fake smile firmly in place, you greet the parental units and your baby bro.

Morning, everyone.

You feeling okay, hotshot? You look a little peaked.

Anything you want to tell us, hon?

Are you?

Then why are you favoring your left side?

I got a little...*bruised*... the other night.

Nothing to worry about.

Uhhh...no... I...I'm fine... really!

That's easy for you to say.

We're parents, May. We're all about the worrying.

I realize that web-swinging entails an occasional bump and scrape, but you can't hide your injuries from us.

You need to tell us whenever you're hurt.

Are we clear?

Crystal.

Good, now lift your shirt and show me this so-called "*bruise*".

Daaaaaad--!

We can dispense with the morning medical exam, Peter. Your daughter's entitled to some privacy.

B-But--!

Enough, Peter! I'm sure May's learned her lesson.

Isn't that right, dear?

Yeah.

Sure.

You bet.

NO WAY!

Not a chance!

What's *wrong* with you, girl?

Why can't you just be *honest* and *open* with your parents?

Is it just a *teen* thing?

Are you trying to protect *them*--

--or *yourself*?!

WEEEEEEEEWEEEEEEE

Burglar alarm!

There's a good chance some merchant set it off by accident.

Yeah, but you don't want some innocent getting harmed because *Spider-Girl* failed to--

÷Arrrgh÷

Dumb!

Dumb!

Dumb!

Yeah, that's what you *should* do...

You're not in any kind of shape for a tussle.

You should just pull out the old cell and speed dial *911*.

WEEEEEEEWEEEEEE

Rose antiques

Hello--?!

Can you hear me, Mr. Burglar?

Your friendly neighborhood wall-crawler is offering you a chance to surrender and save yourself a world of hurt.

Hhmmm...

Based on my world-renowned web-sleuthing abilities, I'd say "*accident*" is no longer a consideration.

I'll take that as a "*no*".

I should have known you'd ***interfere,*** *Spider-Girl.*

You ***ruin*** *everything.*

Dragon King!

Don't call me that! My name is ***Hackmutter.***

Carlton T. Hackmutter.

I hate when you try to minimize me by using my monster name.

Hey, I... I'm sorry!

Really!

I never meant to offend you.

I always thought you liked being Dragon King.

Shows what you know!

I hate being a monster.

Sure, I'll admit I got into the whole power trip at first.

Who wouldn't?

I-It's certainly *garrk* understandable.

Don't patronize me, little girl!

I used to be a respected member of this community.

I had an important career with benefits and everything.

Yeah, you were the janitor at Midtown High.

Custodial engineer!

I was a custodial engineer.

Potato.

Potahto.

Besides rehashing the past, what're you doing here?

Getting an early jump on your holiday stealing?

Like I'd really tell you.

You don't care about me.

I'm just another member of your rogues' gallery.

TWAKK!

URRK!

As far as you're concerned, I'm just a **monster** to be captured and caged--

--so that you can earn another super hero merit badge.

I have one true friend--

--and he's the only person I can trust.

Hoo-boy--!

There goes one angry dragon--

--and he's obviously searching for *something.*

What could it be?

Not that it really matters.

You're in no condition to chase him.

W-What the heck is *that?!?*

They must be shooting some kind of horror movie in the neighborhood.

If you remember correctly, Hackmutter used some kind of magic thingee to transform into his current state.

MIDTOWN HIGH SCHOOL

Could *that* be what he's--

Earth to Parker-- are you all right, May?

You seem to be in pain.

I recently took a little... *spill*...and I'm still feeling it.

This "*spill*" connected to the volunteer work you do for that women's shelter?

No, Courtney. It has nothing to do with *St. Andrews.*

Hey, Parker--I couldn't help but notice how you keep massaging your ribs.

You look like you're hurting, girl.

I...

I hope it's nothing serious.

Just a bad bruise.

I should be as good as new in a few days.

Davida Kirby used to be one of your best friends, but then you two had a falling-out, and now...

Good.

Glad to hear it.

Yeah.

I don't believe you two. Davida just gave you a chance to put aside your differences and you blew it.

I know you had a major argument, but you have to get past it, May.

I can see how much you guys miss each other.

What's it going to take for you to become friends again?

Well, I... *uhhh*...I guess I'll catch you *later*.

Yeah...

Later.

I don't know, Courtney.

I used to be able to tell Davida *anything*... but it's like there's this wall between us now...and I just feel so awkward around her.

I don't know if I'll ever be able to open up to her again.

I'm just not sure our friendship can be resurrected.

No offense, May--*but I think you're full of it!*

There's always hope.

You just have to *try*.

Now, if you'll excuse me, I'm going to track down ***Moose***--

--and see if I can find out why he's been so buggy lately.

Hey, Fartman-- you know it's against the rules to take trays out of the cafeteria!

You're lucky Tommy and I don't report you to Mr. Slattery.

Yeah, he'd slap ya with a month'a detention.

Where are ya goin' with all that food, anyway?

Tommy Boyle! Eddie Basski! You leave Kevin alone.

He wasn't bothering anyone.

Mind your own business, Parker! We care about the rules in this school.

Oh, yeah? There are also rules against *hazing.*

C'mon, Eddie-- *we don't need this noise!*

You should loosen up, Parker. We were just goofing around.

Are you okay, Kevin?

Leave me alone, Parker!

I don't need your *help* or your *pity.*

I can take care of myself, and those creeps are going to be *sorry.*

Real sorry!

Whoa! Why is your *spider-sense* suddenly tingling?

How can a guy like Kevin pose any kind of *threat?*

I've been looking all over for you, May.

You free for lunch today?

*Uhhhh... yeah...*sure, Chris.

Stupid locker!

STUPID!

STUPID!

STUPID!

Moose! What is it? What's *wrong* with you?

Courtney, I...t-there's *nothing* wrong with me.

It's not my fault the stupid locker won't open.

Please talk to me, Moose. Something is obviously bothering you--

--and you might feel better if you get it off your chest.

I'm supposed to be your girlfriend, Moose.

Please let me help you!

Leave me alone!

You *can't* help.

Nobody can.

I had fun the other night.

Me, too. How's about we catch a movie this weekend?

I...I'd like that.

With Normie out of the picture, you need to move on and start dating normal guys like Chris.

Jarkoer! Parker--you guys hear the news?
Somebody just jumped Basski and Boyle!
I mean, like, these guys are totally trashed.
What--?!
Oh, man--!
Somebody found them in the back stairwell.
Who could have done such a thing?
Yeah...
Who?
You mind if we skip the cafeteria, May?
I kind of lost my appetite.
Me, too.
I'll catch up with you later, Chris. I need to hit the... uhhh...girl's room.
BASEMENT

Where does Kevin think he's headed? Students aren't allowed in the school basement.

Y-You got a minute, May?

Can it wait, Courtney? I'm kind of in the middle of something.

B-But I'm worried about Moose.

I think he's having a nervous breakdown.

C'mon, Courtney-- that doesn't sound like our Moose!

The guy's tougher than *adamantium*.

I'm sure you're just overreacting.

Y-You think--?

But you didn't *see* him.

Look, I've really got to go, but I promise to talk to Moose as soon as I return.

Can you hold out for a few more minutes?

I... I guess.

Great! I'll be right back.

BASEMENT

Hackmutter mentioned something about a *friend* earlier.

He didn't get along with most of the students when he was the school's jani--***custodial engineer***--but he might have identified with another outsider like--*uh-oh!*

Davida!

What are you doing down here? You could get into a lot of trouble.

Look who's talking!

You should be ashamed of yourself, May.

You've been treating your friends like dirt.

Uhhh...Davida... this *isn't* the best time to rehash our problems.

I'm not talking about ***us.*** ***Courtney*** was practically freaking out.

No! You can't get away from me that easy. I want answers. What happened to you, May?

You used to care about your friends.

Why should I? What's going on down here? What's so important that you had to run off and ditch your best friend?

She ***needed*** you, and you just shrugged her off.

The girl has *always* been there for you, May--*you* ***owe*** *her!*

Can we *please* discuss this later?

Davida, you really need to lower your voice.

GROWLL!

Students aren't permitted down here. You don't belong in--

--the lair of the DRAGON KING.

Just can't leave well enough alone...can you, Parker?

I told you I'd get my revenge on Basski and Boyle!

Ohmigosh!

That's the old janitor who turned into a living creature feature.

W-We've got to get *out* of here.

Yeah.

Good plan.

This is *great!*

Just great!

You can't change into costume--

--and probably wouldn't even be *fight-worthy* if you could.

You girls are in big trouble.

We can't let you go running off to the principal or the cops.

I don't care about these stupid girls.

I just want to find the magic medallion that changed me into this monstrosity.

I want to be human again.

Calm down, Mr. H! I promised to help you find your medallion--

--but that won't happen if Parker and her friend tell the cops where to find you.

You need to trust me before you end up in another jail cell.

I do trust you, Kevin. You're the only friend I have.

Get going, Davida!

I'll try to distract them.

Yeah, like I'm really going to desert you.

RUN, girl!

We can both make it to safety.

M-My statues--!

My beautiful statues!

Leave them ALONE!

You can't imagine how much they mean to me. I've been collecting them for years.

Davida, look out--!

Whoa! If you hadn't shoved me aside--!

Forget it! We're in this together.

You know, this guy is kind of **pathetic** for a monster.

PATHETIC?!?

Haven't you been paying attention, girlie?

I never intended to be a monster.

I was just a lonely old man who collected dragon memorabilia.

Don't let them confuse you, Mr. H!

You need to grab them before they ruin everything.

And then **what**, Kevin?

I'm no **murderer**, and we don't have anywhere to **imprison** them.

You need to have a little faith in me, Mr. H.

I won't let anyone harm you.

You just have to take care of these girls until I can figure a way out of this mess.

What am I going to do?

I'll NEVER find my medallion.

People will eventually come looking for them--

--and I'll have to go back on the run.

Davida, I think I know where to find the medallion...

Oh, goody!

Me, I'm more interested in the *exit.*

Do you know how much I **paid** for that piece, young lady?

You're really starting to make me MAD!

...but what if he's just *using* you?

What if he's keeping a SECRET from you?

You're just trying to confuse me.

Mr. Hackmutter, *wait--!*

I know you *think* you can trust Kevin...

Am I?

Take a look at THIS--!

M-My medallion--!

P-Please don't be mad, Mr. H!

I hid it so that you could continue to protect us from all the *real* monsters--*the bullies like Basski and Boyle!*

You *betrayed* me, Kevin--

--and I thought we were *friends!*

AAAAAAAA

OOOOOOOO

Uh-ohh--

I forgot how *nauseous* this makes me.

How did you know--?

Would you believe I have a paranormal sense that allows me to hone in on danger?

So...*lucky guess?*

Yeah.

What happens now?

One of us calls *911*--

"--and the authorities take over!"

Looks like someone had a fun day--

--although you really should leave the super-heroics to Spider-Girl.

I'm glad I ran into you, Moose.

We need to talk...

If this is about Courtney, I already apologized for my temper tantrum.

I've been a little stressed lately.

What's going on, Moose?

Nothing I can't handle.

You can assure Court that everything's fine.

Moose, I'm your friend, and I can see that something's eating at you.

You don't have to shoulder it alone.

An awful lot of people care about you, big guy.

Please let us help...

His eyes blaze with anger for a handful of instants, and then his gaze starts to soften...

I-it's my dad.

I found a letter from his doctor and he...

H-He needs some *tests.*

It might be nothing, but we...

W-We already lost my mom to *cancer.*

You cannot fix this problem and don't know how to alleviate his fears.

All you can offer is your friendship and support.

And that, at least for the moment, is all he really needs.

Early the next morning...

Did Courtney call you last night, Davida?

Yeah, she filled me in on Moose and his dad.

Unbelievable, *huh?*

Yeah.

Unbelievable.

You talked to him--*how's the big guy doing?*

About as well as can be expected.

But he's got a good support network behind him.

Yeah, well, I'm just glad that he's finally opened up to Courtney.

May, about yesterday...

I had no business ragging on you.

No...I deserved it.

I really *haven't* been much of a friend lately...to either Courtney...or *you.*

You got a few minutes?

I think we should talk.

So do I, my girl.

So do I!

The End ...for now!

SPIDER-GIRL (1998) #81

Some days just kind of get away from you.

You were minding your own business as you headed home to baby-sit your little bro-- *which is one of your great pleasures in life*--when suddenly *WHAMMO!*

You stumble on a daring daylight robbery.

What's a girl to do?

There's only one real answer when your name is *May "Mayday" Parker*--

--and you are the daughter of *Spider-Man.*

I SCORN THE BODY ELECTRIC!

What's *with* you, *Spider-Girl?*

Why do you keep butting into my business?

Do I heckle *you* when you're trying to work?

Actually, you're kind of doing that *now.*

Hate to break it to you, *Electra*--but it's my job to stop costumed crooks like you.

Why do you keep calling me *"Electra"?*

My name's AFTERSHOCK!

Get her, Spider-Girl! I told the little freak this truck was out of service... and she blew it up anyway.

Oh, man! Did I hear that right?

You tried to rob an *empty* truck?!?

I-it wasn't my fault.

He didn't tell me until after I already zapped the truck.

Oooo! I wish you would just *die* or something.

If I have a choice, I'm going with "*or something*".

Would wrapping you up in a nice big bundle of webbing count?

Girl, you're not only *bad*--

--You're *BAD* at being *bad.*

ZEEEEEE

?!

Aftershock, you are about to--*huh?!*

You should really mute the ol' cell during fights.

Any distraction could prove fatal.

ARRGH!

B-barely managed to avoid that blast--

--but I twisted my recently-injured ribs in the process.

I...I gotta find a soft place to land.

UFFFT

N-nobody'll ever believe it--

--but I actually *meant* to do this.

Cool! I actually defeated that smug little Spider-Skank.

Gloat while you can, girlie!

You got any idea how much paperwork I'll have to file because of--

EEEYII!

TRI-STATE SECURITY

Big mistake, dude.

Ohmigosh! You practically electrocuted him.

Not my fault!

He should have kept his hands to himself.

TRI-STATE SECURITY

"*Yeah,*" you say as you snake out a web-line and swing away. "*It reminds me to take my spider-pills.*"

You speed-dial 911 for an ambulance and...

Nice going, hero. He would have died if you hadn't performed CPR.

I...I just wish I could have saved him from getting hurt.

ZEEEEEE

Is your web-shooter *ringing?*

Hello--?

You'd better have good news.

Oh, I do...

Spider-Girl, it's me--***Brenda Drago***--and I have the *greatest* news...

Normie Osborn is getting engaged?!?

What girl in her right mind would want to marry that psycho?

Is that *nice,* Peter?

Normie has made a real effort to turn his life around.

He's an ***Osborn,*** Mary Jane. They all go ***nuts*** eventually.

I don't appreciate the snide remarks, Dad. Normie's been going to therapy, and Brenda's a friend of mine.

I believe this *Brenda* was also arrested a few times. What does it take to get on your *bad* side?

All I have to do is leave the seat up.

That is so gross, Dad.

Enough, Peter. We've all heard your anti-Osborn litany.

Okay. Okay. I know when I'm outnumbered.

Besides, I have another complaint...

Where were you this afternoon, young lady? You knew your mother had a doctor's appointment.

You were supposed to come home right after school and look after the baby.

Y-you've *got* to be kidding me.

Weren't you listening when I told you about *Aftershock?*

I prevented a robbery...and helped save a man's life.

Oh, and while you were doing *their* jobs, were the *police* and *paramedics* watching your brother?

What--?!

You have *your* responsibilities, and they have *theirs.*

I do not ***BELIEVE*** *this!*

There's absolutely no talking to you sometimes.

Knock! Knock! Can you spare a minute, hot-shot?
NEW YORK MAY DAY
Did Dad send you to check up on me? Was I *breathing* too loud?
ADVANCED MATHEMATICS
Come on, hon. You know your father better than that. You also know that he always has your best interests at heart.
Then why is he always on my case?
In his own clumsy way, he's just trying to protect you.
He doesn't want you to make the same mistakes *he* did when he was a young wall-crawler.
Well, he's certainly making *new* ones.
Perhaps...
Things might go a little smoother if the two of you actually tried to work together.
You merely grunt in response.
You're squabbling with your dad over *nonsense* while Moose's father might be dying of cancer.
Hoo-boy!
And, early the next morning...
I just wish he could *talk* to his dad.
MIDTOWN HIGH SCHOOL
Moose has tried. He's really tried, but his dad just brushes him off.
Has Mr. Mansfield been diagnosed with cancer?
Moose doesn't know for sure, and his dad won't confide in him.
Poor Moose! Please let us know if there's anything we can do for him...or you, Courtney.
I appreciate the support, Davida.
ZZZZZZZZ

I'm afraid I have to take this, guys. Looks like the ***Avengers*** need me to help save the world again.

Yeah... *riiiight!*

We'll catch you at the coffee shop later.

From the background chatter, it sounds like someone still has a secret identity.

Spider-Girl, this is ***Stinger.*** I'm at ***Avengers Compound*** with ***Mainframe.***

We need you to drop by as soon as possible.

Hey, guys! What's the big-- *Whoa!* I-is that who I *think* it is?!?

Could be.

He rang our front bell about an hour ago, claiming to be ***Max Dillon,*** the original ***Electro.***

He says he needs to talk to his old enemy ***Spider-Man*** and only came here because the ***Fantastic Five*** are out of town.

I wonder if this has anything to do with someone I fought earlier. Her name's ***Aftershock,*** and she could be his daughter.

There's only one way to find out...

Hey--what's the big idea? I asked for the *real* webhead, not his teen sidekick.

I'm no one's sidekick, mister. If you want Spider-Man, you go through me.

Oh, so you're like his secretary or something.

Are you always so *charming?*

If you are the real ***Electro,*** what makes you think Spider-Man won't just stomp you for old times' sake?

The webhead and I might have been on opposite sides back in the day, but he'll give me a fair listen.

Oh, yeah! He's a *great* listener.

I'm glad you called, hon. I wanted to apologize for last night and--*what?!*

POLICE
MIDTOWN SOUTH

Who wants me?

I lost track of him years ago.

Sure, I'll be there.

I just need to go home and pick up my old costume.

Phil, I need to take the rest of the day off.

No problem, Pete. Give my regards to the family.

If I may say so, sir...you are looking very well.

It's wonderful to have you back, even if only for a short visit.

Thank you, Edwin. That means a lot coming from you.

I have good memories of the time I spent with the ***Avengers.***

Is that really *him?*

Wait'll I tell my kids!

Webhead.

Electro.

You feel as ridiculous as I do in the old outfit?

A little bit.

I met your kid. She has your eyes.

Did I notice a limp when you came in?

Why am I *here,* Max?

I thought you retired from crime. What exactly do you want after all these years?

Why does *anyone* come to a *hero?*

I need your help.

What--*no laughter?!*

I'm *listening,* Max...

My daughter is headed for a big fall.

I didn't even know you were married, Max.

I *wasn't.*

I loved the kid's mother--*her name was Marilyn*--but she had more sense than to saddle herself with a jailbird like me.

The baby somehow inherited my electrical powers, but something went wrong...

Our auras must be on slightly different frequencies because we can't touch each other.

The slightest physical contact results in intense pain.

We went to a bunch of scientists, but nobody could help.

W-what do you want from me, Max?

Marilyn didn't want me in the kid's life, so I kept my distance.

I recently learned that Marilyn died while I was still in prison and the kid was shuttled from foster home to foster home.

She recently started calling herself ***Aftershock,*** and I'm afraid she's going to repeat my mistakes...

I...I was hoping you could stop her before it's too late.

I...

I'll do what I can, Max.

Thanks to the files Max gave me, I've managed to construct various computer models of their different electrical auras.

According to your notes, Electro and Aftershock actually manufacture their own unique forms of bio-electricity.

Yes, that's why their electric auras are yellow instead of the usual white.

I can't imagine what life must have been like for them.

The thought of not being able to hold your own child...

Y-you've got to find a way to fix this, Dad.

Y-you've just got to...

I know, hon...and I think we can ***both*** help.

Please excuse the intrusion--

*--but the other **Avengers** heard that **Spider-Man** was on the premises and insisted on seeing him.*

It's a privilege to meet you, sir.

Any chance you're signing autographs?

I've always admired your work.

Wow!

T-that's *your* dad!

Everyone know the plan?

Yeah, *Mainframe*--we split up and find this *Aftershock* person.

That's right, *Thunderstrike*-- good luck!

S'funny, up until today your dad was just...well... *your dad.*

To you, he's the guy who makes pancakes on Sundays and can be just so infuriating at times...

To others, he's *SPIDER-MAN,* a living legend...

Yeah, a legend who still has trouble changing Benjy's diapers.

You love your dad.

Really and truly.

Maybe it's time you lightened up and really tried to meet him halfway.

Yeah, *maybe...*

You scour the city for nearly an hour before a familiar tingle captures your attention...

But you don't call your dad.

There's always a chance you've stumbled on some *other* super-menace.

--and *shattered dreams!*

JEWEL

This is ***New York***, after all. It's a city of *capes, costumes--*

THWIPP!

You still might be able to avoid serious jail time if you agree to surrender the merchandise--and yourself.

Why don't you just give me back my loot and get out of my life?

That's not going to happen, Aftershock.

I do not ***BELIEVE*** *this--!*

Are you ***stalking*** me?

Believe it or not, I'm here to help you.

Help me into a jail cell or another group home?

FORGET IT!

You'll keep away from me if you know what's good for you.

I can *flash-fry* you as easily as I can incinerate your stupid webs.

Oh, like I haven't heard *that* before.

In case you didn't realize it, honey, those webs were only meant to distract you--

SLAPPP!

--so that I could get close enough to slap some *sense* into you.

Are you INSANE?

No one puts their hands on me.

NO ONE!

While I don't usually advocate the use of violence--

--you do realize that we're having a *fight* here.

SLAPP

Yeow! You're pretty hot stuff.

Even with my spider-like speed, you still managed to burn a hole through my gloves.

Serves you right!

You shouldn't have slapped me.

It's DEATH to touch me!

OW!

OW!

OW!

OW!

OW!

OW!

That does it, Aftershock.

You're in real trouble now.

I'm calling my *dad* on you.

AHHHHHHHH!

Our *Quinjet* is already in the air, Spider-Girl.

We'll be at your location within minutes.

What was I thinking when I came to you?

Your plan is *crazy*, webhead.

It'll never work.

You need to trust me, Max.

Sure, we tried to beat each other's brains in over the years, but I never lied to you.

You have to do exactly what I said.

I...

I'll try.

So that's where you've been hiding!

I've decided to give you the biggest hug--

--And MELT the flesh right off your scrawny bones!

Scrawny--?!

You really think I'm *scrawny?*

I always thought this costume made me look *fat.*

Spandex is *soooooo* unforgiving.

I give you credit for going the bare midriff route.

My dad would *freak* if I dressed like that.

Don't you dare mention your dad to me!

Spider-Man took *my father* away and *ruined* my life--

--AND THAT'S WHY YOU'RE GOING TO DIE!

KA-ZAK!

-akkk-

What--no snappy comeback?!?

No rude remarks?

You should have backed off when you had the chance--

--because I'm about to *zap* you into orbit.

You feel like a living blister--

--and your mouth tastes like ozone--

--but you need to gather your strength and find a way to avoid her next blast.

Your timing must be absolutely perfect--

--or you're *DEAD!*

KA-ZAK!

Stay *down*, Webs.

I got you covered.

J2, you are a sight for sore eyes--

--and an even sorer *bod.*

Hey, Sparky! We have a saying around the old compound: *Take on one Avenger--*

--and you get them *ALL!*

T-this is so not *fair--!*

It's about to get even *worse*, Allison.

YOU--?!

W-why are you with *them?*

Afraid I'll steal your thunder?

The only thing I fear is that you'll ruin your life...like I ruined mine.

S-she... *hates* me.

You've come this far, Max. You know what must be done.

Being a father--*a real father*--is scary!

It's hard... and it's 24/7... and sometimes it just plain *hurts.*

The pain cuts deep, and it cuts both ways, Max--

--but you have to show your daughter that she's *worth* it.

You just can't *give up.*

You can never give up on *her*... or *yourself.*

My life is already in shambles-- *thanks to you!*

Well, Max-- are you a father or not?

S-stay away! You can't touch me.

I-it's death to touch me.

Trust me, Allison-- staying away is even worse than death.

I've left you alone long enough, Alli--

AARRRRGH!

L-let go of me-- please!

T-that's the one thing...I...I'll never...do... again.

T-try... to hold on... Allison!

W-we can... make it...if we stick...together.

W-why did you leave me, Daddy?

D-didn't you love me?

I-it wasn't...my choice.

You're my daughter--

I have always loved you.

--and I'm never going to let you go.

W-We're in this... together.

P-promise--?

With all my heart!

So what happens to *Aftershock* now?

She still has to answer for all the crimes she committed.

Since she's a minor, I assume she'll either get a light sentence or be paroled into Max's custody.

Can Electro handle the responsibility?

Is he ready to be a parent?

I don't think anyone is *ever* ready for parenthood...

You just kind of grow into the job.

After what Max went through today, I believe in him.

He made a good start--

--and we all have to start somewhere.

Yeah.

We do.

Yes...*well*...those of us who don't have the proportionate stamina of a spider need to get some sleep.

I'll join you in a few minutes.

I think May and I need to talk...

Take your time.

P-Peter?!

Peter, are you still down--

Dedicated with love and respect to all the families who never give up!

Hi, everybody. It's time to pull out one of my favorite snapshots from the old photo album to illustrate another installment of...

SPIDER-GIRL AND HER AMAZING FRIENDS

Davida Kirby

REAL NAME: Davida Jacqueline Kirby

HOMETOWN: Forest Hills, Queens, NY

CURRENT BOYFRIEND: Richie Robertson

KNOWN RELATIVES: Mr. Kirby is some kind of investment counselor, and Mrs. Kirby is a vice-president in a public relations firm. Davida also has an older brother named Derrick who currently attends Empire State University.

FAVORITE MOVIES: *Shakespeare In Love*, with *Titanic* a very close second.

FAVORITE AUTHOR: Davida reads a lot of fashion and sports magazines, and she secretly adores J. K. Rowling and devours cheap romance novels by the score.

FAVORITE ENTERTAINER: A toss-up between Janet Jackson and Jennifer Lopez... although I suspect she also keeps a sharp eye on Jessica Simpson.

FAVORITE SPORT: Basketball...but she also plays softball and used to really be into soccer. She's only interested as a player and has never been much of a spectator.

FIRST MEETING: I first met Davida when my mom signed me up for soccer when I was in the second grade. We started out as teammates and quickly became friends.

CAREER GOALS: Davida is torn between being a professional basketball player and working in public relations like her mom.

HER BEST FEATURES: Davida is very focused, organized and methodical. She always knows what she wants and can usually figure out how to get it. She's also a great team player and usually puts the team's welfare above her own.

HER WORST FEATURES: Davida can be very stubborn at times and has a tendency to trample anyone who's in her way. She also has a tendency to treat boys like disposable objects.

*Mayday's outfit suggested by John Koerner.

SPIDER-GIRL (1998) #82

"YOU ONLY HURT--!"

I'm pleased you could join us tonight, Your Honor.

Have you and ***Captain Ruiz*** met my son ***Norman*** and his lovely fiancée ***Brenda Drago?***

Life takes some pretty weird turns.

You were crushing on ***Normie Osborn*** not all that long ago.

Now you're at his engagement party with another guy.

Chris Jarkoer is a friend from high school who seems like an average American teenager... if a trifle *enthusiastic.*

Wow! Thanks for inviting me to this party, May. I've never seen so many celebrities in real life.

I knew ***Franklin Nelson*** was a prominent attorney, but he's talking to the *Mayor*...and that's ***Johnny*** and ***Lyja Storm*** from the ***Fantastic Five*** who are signing autographs.

Here's a goofy question--why do Norman and his father have ***different*** last names?

Norman's actually Mr. Nelson's step-son--

--and the grandson of the original *Green Goblin.*

He also tried to kill you before giving up the family business and becoming one of your closest friends.

His fiancée--***Brenda "Raptor" Drago***--is another former super-baddie.

But that's just the usual crowd when your name is ***May "Mayday" Parker*** and you are the daughter of ***Spider-Man.***

Oh, man--look!

The ***Human Torch*** and ***Ms. Fantastic*** are hanging with your parents.

I-it almost looks like they all *know* each other.

We!!!!!!!...my dad does work for the police department.

Duhhhh.

One last goofy question...

D-Does your father *always* look like he wants to wrap a hundred pound weight around your date's neck?

Nah!

He's never used anything less than a *thousand.*

There's my girl--!

Forget about him and come meet my ***Uncle Phil*** and ***Aunt Merry.***

Chris, this is *Phil Urich*. We're not really related, but he's always been *Uncle Phil* to me.

A pleasure, sir.

Right back at you, Chris.

Well, May, our boy is finally going to settle down.

Yeah, I... I think it's... *great*.

May, do you know *Reilly Tyne* from my office? He's done a lot of legal work for both Normie and Brenda.

Reilly, May's father works in the police lab with Phil.

Tyne doesn't recognize you without your costume, but you've already met him as *Spider-Girl*.

So you work at *Nelson and Associates* with my Aunt Merry?

I'm just one of the office grunts.

Peter, that young man speaking to May...doesn't he remind you of someone?

You mean the guy with the red hair?

Wait until he turns around... and tell me who he looks like.

Okay...*sure*... I see who you mean.

You *do*--?

Yeah, he's a dead ringer for... *whatzisname*?

Tobey Maguire.

Peter!

What--?

Don't ever change. I *love* you just the way you are.

I trust you guys are enjoying the party.

We're having a *great* time.

Normie, have you met Chris?

This is a very special lady. You'd better treat her right.

That's my plan, sir.

Odd! Your ***spider-sense*** started tingling as Normie drew closer, but it's only supposed to react to danger.

Maybe your guilty conscience is just making you feel uncomfortable around him.

You need to accept his decision and be more supportive.

Who's your adorable little friend, Norman?

I've told you about ***May Parker.***

Oh, ***yessss.*** You used to baby-sit for her. She's just darling.

Talk about awkward! Normie knows your secret identity, but Brenda doesn't--

--even though ***Spider-Girl*** has saved her life on numerous occasions.

I hope you won't mind if I steal my fiancé, dearie. We have to deal with some boring "*grown-up*" stuff.

Hey, the buffet is starting.

Let's go see what they've got...

Just wait until the next time that patronizing--*Uh-Oh!*

KEERRASHHH!

I do hope this is the *Osborn* function.

It would be so embarrassing if I crashed the wrong party.

It's *Elan DeJunae*--

--the psychopath who belongs to some crazy *Goblin Cult* that worships Normie's grandfather.

Chris, GET DOWN!

W-Wha--?!

Ohmigosh!
Ohmigosh!
Ohmigosh!
Try to calm down, Chris.
You just stay here while I...
Oh, no!
Someone didn't bring her *costume.*
Where is the happy couple?
I want to pay my respects.
What are you doing here, Élan?
What do you want?
We may have had our differences in the past, but I've come to celebrate your big day.
I spared no expense to bring you the perfect engagement present.
By the way, I really wish you'd call me ***FURY, the Goblin Queen*** at times like these.
The whole point of the mask and costume is to *hide* my real identity.
Y-You're even *crazier* than I--
Oh, NO!
NO!
NO!

YESSSSSS! We LIVE again!

Like everyone else, you stand rooted in shock.

Élan has somehow acquired the *Venom* symbiote--

--and bonded it to *Normie!*

With a glare that could melt steel, the creature sneers at the stunned room and then...

Normie, can you hear me?

What did that witch do to you?

Ssshe hasss recreated Ussss--

--And BLOOD will flow!

THWAKK!

--but you won't harm anyone else.

Flame on!

The Human Torch--!

Hate to disappoint you, pal--

That's right-- and I seem to recall you're vulnerable to fire.

Since I can control my flame to within a hair's width, you'd better release the Osborn boy--

--or I'll BURN him free!

You Americans are much too arrogant when it comes to world politics and super-heroics.

You really should remember that you're not the only ones with power.

That thing she tossed at me is forming an air-tight seal--!

I...I can't *breathe!*

JOHNNY--!

Come along, my dear.

My little *spirit sack* may not delay the Torch for long.

B-But we wanted to feast on a few jugularsss.

I'm afraid we need to depart before someone else tries to play hero.

Only thirty seconds have passed since Élan entered the room.

Thirty seconds that have changed your world forever!

SKREEEESHHHH!

I-is Mr. Storm all right?

He will be as soon as I cut him loose.

Being married to a *changeling* has certain advantages.

Thanks, hon. I probably could have freed myself with a nova blast--

--but I didn't want to risk setting the entire room on fire.

We'd better get after those two before their trail grows cold.

One of you people needs to inform the police that ***Venom*** is back.

Tell them I'll send up a flare and alert the rest of the ***Fantastic Five.***

Don't anyone dare call the cops! They'll gladly sacrifice my Normie to stop Venom from going on another killing spree.

I'll find a way to guarantee my fiancé's safety... even if I have to rescue him myself.

Ohmigosh!

Ohmigosh!

It's over, Chris. You're safe now.

T-this is all my fault.

What are you saying, Foggy? How are you responsible?

I never approved of this engagement.

I know Normie's had his share of problems over the years, but Brenda's a convicted felon.

I felt he could do better.

I-it's almost like I *wished* this on him.

Nelson's words slam into you like a runaway freight train.

You are so startled that you never even notice as *Reilly Tyne* quietly slips from the room--

--and undergoes a most startling transformation--

--into *DARKDEVIL*, the masked vigilante with the soul of a hero and the powers of a demon!

He will save *Normie Osborn*--

--or *AVENGE him!*

Nearly an hour later...

Where do you think you're going?

NEW YORK MAYDAY

Take a wild guess!

Forget it, young lady. *Venom* is out of your league.

You barely survived the first time you fought him.

Leave him to the *Fantastic Five.*

UNCLEAN THOTS

THE REUNION TOUR

I *can't.*

Normie's my friend.

Don't even try to tell me that you don't understand how I feel.

You're right. I know *exactly* how you feel.

So listen to me very closely--you will only endanger ***yourself*** and ***everyone else*** if you go out blinded by anger.

ZEEEEEEE

Hello--?

Raptor!

I... I already ***heard*** about Normie.

You should have been at the engagement party, Spider-Girl.

The two of us might have been able to stop Élan.

Can I count on you *now?*

How's Brenda coping?

Not good. She's even angrier than I am.

Dad, Venom knows our identities. You need to take Mom and Benjy to ***FS Headquarters*** where they'll be safe.

What about you?

Me...I've got a *job* to do.

Brenda thinks you ditched her party.

How would she feel if she knew you were there--

--and--

--DID--

--NOTHING!

And then there's poor Chris--!

You finally start dating a normal guy and look what happens.

He was still in shock when you took him home.

ARRRGH!

Your dad's right about one thing, girl. This is no time for anger or the galloping guilts.

You need to *focus* before you get hurt...or worse.

The Venom symbiote is a ruthless killing machine that has all your dad's spider-powers.

It's sort of a *living costume* that somehow grafts itself onto a victim--

--and takes full control of the host body.

And that's the *good news!*

Normie may be *inside* the symbiote--

--but he's totally helpless.

I need to find a way to separate them and--*oh, great!*

Something bad is coming toward me!

KWOOM!

A low yield explosive--

--and it's releasing some kind of gas which seems to be clinging to me.

S-something's wrong!

My limbs suddenly feel like lead weights--

--and my reflexes aren't as quick as normal.

I-it's taking all my concentration to nail this landing.

Oh, man!

My head's pounding--

--and I can barely stand.

Maybe you just need a nap.

We'll put you to sssleep.

Permanently!

Thanksss for meeting usss halfway. We were just headed to your house.

We hear you have a new baby brother--

--and can't wait to sssink our teeth into him.

If you ever get tired of the whole deranged serial killer thing--

--you should consider becoming a motivational speaker.

You can't imagine how much that last threat *inspired* me.

No one threatens my little brother!

I'll tear you apart before I'll let you harm him.

Really--?!

And here we thought we had an *ace* in the hole...

Normie--!

IDIOT!

KOOL

You just fell for the oldest trick in our book.

You're a disgrace to your webbss.

I told you she wouldn't be much of a challenge.

She's just an incredibly lucky *rank amateur.*

It's a miracle she's survived as long as she has.

We used to sssay the sssame thing about her father.

Of course, he had a much thicker ssskull.

Speaking of the original Spider-Man, you seem to know a lot about him.

Any chance that also includes his secret identity?

Sssorry, Fury.

Though we owe you for our current freedom, sssome sssecrets can never be ssshared.

I suppose it doesn't really matter, anyway.

Both father and daughter will soon be ***dead.***

Sssuch a heartwarming sssentiment.

I'd hold the celebration if I were you.

Move away from that girl.

NOW!

Ahhhh... Darkdevil!

Our current host viewsss you with very mixed feelingsss.

On the one hand, he applaudsss your dedication to justice.

On the other, he objectsss to the harsh way you've often treated Sssspider-Girl--

--and he sssuspectsss you have hidden motivesss concerning her.

My relationship with *Spider-Girl* is none of your business, Venom.

Don't blame usss!

It'sss Normie who questionsss your intentionsss.

SMASH

We just want to *eat* YOUR HEART.

FWOOOSSH!

ARRRGHHH!

H-hisss flame isss cold asss ice, but it burnsss...

I-it BURNSSS!

H-help usss!

T-the pain isss tearing usss apart.

Climb aboard my glider before you go into shock.

I'll get you to safety.

OHMIGOSH!

Hang on, Darkdevil!

Hang on!

I...I've never seen an injury like this.

I'm not sure how to proceed--

--but I'm going to try to staunch your flames and cover your wound with my webbing.

THWIPP!

THWIPP!

SSSSSSSSS!

I...I don't know if that helps, but it's the best I can do.

Can you hear me, Darkdevil? I need some direction here.

Where should I take you? I doubt a regular hospital will know how to treat you.

Please wake up, Darkdevil! You need to tell me what to do.

Darkdevil--?!

To be continued...

SPIDER-GIRL (1998) #83

Your name is *May "Mayday" Parker* and you are the daughter of Spider-Man.

It's scary how your entire life can change in a matter of hours.

Earlier this evening you were celebrating the engagement of *Normie Osborn* to *Brenda "Raptor" Drago*--

--but then *Fury, the Goblin Queen,* crashed the party and merged *Normie* with the *Venom symbiote.*

And now you're racing into *Avengers Mansion* with a mortally wounded *Darkdevil* in your arms!

Clear the way!

We have a man DOWN!

Follow me! We already prepped the medical bay.

What happened to *Darkdevil,* anyway? You were a little sketchy on the details.

I...I was *ambushed* by *Fury* and the new *Venom*--

--and they *impaled Darkdevil* when he came to my rescue.

I...I wasn't sure where to take him after I bound his wounds...so I called you.

KRAK

Why bring him *here?!* He belongs in a hospital.

Y-you didn't see him, ***Bluestreak.***

Flames were shooting out of his chest.

I doubt a regular doctor would know how to treat him.

You're right, Spider-Girl. ***Darkdevil*** needs a specialist.

Based on your description, he may be a lot more *demon* than *man.*

D-Doc Magus--!

W-What are *you* doing here?!

Since I am the major ***mystic*** in these parts--

--the ***Avengers*** keep me on speed-dial for occasions like this!

I don't mean to be rude, but I need everyone to clear out while I examine the patient.

Even a *demon vigilante* deserves some privacy.

You heard the man, people. ***Let's move!*** We're not doing any good here, and ***Mainframe*** is waiting for us in the conference room.

Zip it, Bluestreak.

I'm ***soooo*** glad you rejoined the team, ***Thunderstrike.*** I missed being *ordered* around.

C-can't I stay with Darkdevil?

Let Magus do his work.

Besides, we need to discuss this ***Venom*** thing.

What's to discuss, Stinger? ***Fury*** is behind this whole mess. Her real name is ***Élan DeJunae.***

She's some kind of ***Green Goblin*** groupie who's been trying to corrupt ***Normie Osborn***...and may have finally *succeeded.*

We just have to find a way to ***separate*** him from the ***Venom symbiote.***

It sounds so ***simple*** when you say it--

--but you usually work *solo*. ***The Avengers*** are still getting organized fifteen minutes later, and you find yourself gazing at them in frustration.

Stinger.

Thunderstrike.

Mainframe.

Jz.

Bluestreak.

American Dream.

Freebooter.

And, of course, ***Mr. Jarvis*** and his civilian helpers.

Speaking of which...

Good evening, Spider-Girl. My name is ***Kiana Moran*** and I've been assigned to attend you.

Would you like a cold beverage? We also have a nice selection of sandwiches and herb teas.

I recommend the cranberry pecan muffins. They're to die for.

Uhhhh...no thanks. I'm fine.

Sandwiches and herb teas--?!?

How's about a little *Avengering*--?

Settle down, everyone! We need to get started.

*According to our files, the creature known as **Venom** is an alien symbiote that can graft itself to and gain total control over a human host.*

It possesses superhuman strength and can instantly morph its body into an assortment of lethal weapons.

*Alleged to have committed more than **a hundred** murders, it was being held at the S.H.I.E.L.D. Maximum Security Facility at Mount Athena until earlier this afternoon.*

FILED

It appears this woman--who has been tentatively identified as a European criminal called ***Fury, the Goblin Queen***--freed the creature and gave it a new host.

Our primary mission is to neutralize the symbiote before innocent lives can be lost.

We will also attempt to capture Fury and secure the host...if possible.

If possible--?!

In case you didn't know, the "***host***" has a name.

He is ***Normie Osborn*** and he happens to be a *friend* of mine.

Osborn--?

Didn't his father or some other close relative have a connection to the original ***Green Goblin?***

How do we know he isn't a willing participant?

This could be some sort of ***power play.***

Slow down, Zorro!

Normie's the ***victim*** here.

Fury and the symbiote are ***using*** him.

We have a responsibility to save him.

Yeah, but we also have to protect the public.

It isn't an ***either/or*** situation, people. We might be able to do both.

What if we ***can't?***

It's our job to ***find*** a way!

Oh, no! They're ***debating*** again.

Not good!

Not good at all!

You seem rather agitated, Dormagus.

Perhaps I can be of assistance.

D-Dr. Strange--?!?

I hope you don't mind, but I took the liberty of contacting him.

I cannot believe that you are actually pleased to see me, Dormagus. You usually greet me with childish sarcasm and resentment.

We don't have time for our standard pleasantries, old man. Darkdevil's hanging by a thread.

I've managed to seal his physical wounds with a binding spell, but he's also suffering from severe psychic trauma and I...

...I'm a little out of my depth here.

Not at all, Mr. Jarvis.

You keep showing that kind of initiative and the Avengers'll *never* let you retire.

I need your help, Strange.

And you shall have it, my boy!

We're pleased to hear that we can count on the **Fantastic Five**, Torch.

I fought the original **Venom** many years ago--when it was still attached to **Eddie Brock**--and know how vicious it can be.

Big Brain has a device that can transform it into a harmless puddle of goo.

I can cannibalize some existing equipment and build three more units within the hour--**two for each of our teams!**

I just wanna clobber the creep.

Thunderstrike, you, J2 and American Dream will take one of Big Brain's devices.

Stinger, Freebooter and I will employ the other.

Hey, what about *me?*

I hate to interrupt, but I have a federal officer on the phone who claims jurisdiction over Venom.

I am **Special Agent Arthur Weadon.**

Since the symbiote is a known terrorist, my agency shall direct any attempt to apprehend it.

And the hits just keep on coming!

Maybe we should call the ***X-People*** and ask them to join the fun.

I know you're anxious to get started, Spider-Girl, but Venom is a major menace and we need to coordinate our efforts.

Try to be patient just a little while longer.

No, Stinger.

You be patient.

Me, I'm *out* of here.

I used to think I was a *team player*--

--but I can now understand why my dad remained a *loner* for most of his career.

That's the problem! Darkdevil got hurt because of you--

--and you don't want to endanger anyone else.

Saving Normie is your major concern.

You need to bottle your emotions, Spider-Girl. This is no time for rash actions.

You don't want to face Venom alone. Think about what happened to Darkdevil!

ZEEEEEE

The others are only focused on stopping Venom.

How can you prevent them from shooting first and--

Hello--?

Hey, hon! I'm just checking in to make sure you're okay.

I...I'm fine, Daddy.

Where are you calling from?

I took your advice and brought the family over to *FS headquarters.*

55

You should see the way the *Thing* is *gooing* over your little brother.

I...*uhhhh*... understand the Avengers will be stopping by in an hour or so.

Will *you* be with them?

--

No...but I promise to head your way as soon as I can.

I know how you feel about Normie, hon... but I really wish you'd let the Fantastic Five and Avengers handle Venom.

Is that what you'd do?

Absolutely--!

Daddy, you're a big fat liar...and I say that with love.

-sigh-

At least you're wearing your red and blue costume instead of that black monstrosity.

Daddy... you're a ***genius!***

W-what are you--*Oh, no!* ***No!*** May, please tell me you're ***not*** going to--

I *love* you, Daddy.

Give Mom and Benjy a kiss for me!

Hey, Uncle Phil. Sorry to drop in without calling.

You still have those crates I asked you to store?

I'm real glad to see you, May.

I have the greatest news.

The *Avengers* called earlier. They want me and the rest of the *Warriors* in on a big operation.

Can you believe it--*the AVENGERS, May!*

My super-team has finally hit the big time.

I've already contacted the *Buzz* and *Ladyhawk,* but can't seem to reach *Darkdevil.*

You realize the Avengers are planning to hunt Normie?

You remember Normie--*your friend!*

Don't be such a drama queen, May!

I'll protect his interests.

Heck, I wouldn't be the current *Green Goblin* if it hadn't been for him.

By the way, your crates are in the corner.

You haven't run across *Darkdevil,* have you?

He isn't answering his cell for some reason.

Uhhh...

Y-you should really talk to the Avengers--

--and please tell them I'll be wearing *this!*

Are you OUT of your ever-loving mind?

What if someone mistakes you for--

Oh, nooo!

This is absolutely the *dumbest* plan you've ever had.

I might as well save my breath.

I know how stubborn you get.

Just do me a favor and don't get killed.

I just want people to *think* before they *shoot.*

Yeah.

Yeah.

Save the rationalizations.

You're exactly like your dad!

ZEEEEEE
ZEEEEEE
ZEEEEEE

H-how's it going, May? I hope I'm not calling too late.

You okay, Chris?

You sound a little *weird.*

I gotta be honest, May. I'm still a little freaked over what happened today.

Small wonder.

Chris Jarkoer is a friend from high school and you took him to Normie's engagement party.

Great choice!

You put this poor guy at risk. He could have been killed, and it would have been your fault.

I...I've been listening to the radio...and they're calling this ***Venom*** *creature a serial killer.*

W-we c-could h-have b-been--

You mustn't think like ***that,*** Chris. We've both ***survived*** and we're going to be ***fine.***

You have to get past this.

H-how do I do that?

C-can I come over tonight?

I...I really need to talk.

I...

I can't...not tonight.

You never should have gotten involved with a normal guy. It just isn't fair to--

Uhhhhh... Chris?

Some friend you are!

The guy's a basket case and you're blowing him off.

Something just came up and I've really gotta go.

May--?! *May--?!*

Wasss that Chrisss Jarkoer?

Sssseeemsss like a nice boy.

Sssuch a sssshame that Normie wantsss to eat hisss brainsss.

I...I don't believe you.

Ssssilly girl! Normie and I are *one*.

We ssshare all our thoughtsss, emotionsss and sssecretsss.

We know *everything* about each other--

--including hisss friendship with Phil Urich.

P-Phil--?!

W-What about Phil?

ARRRGH!

I can't believe that girl.

She's about to ruin everything.

The *Avengers* want me.

I'm finally being accepted as a real super hero.

But can I enjoy my big moment?

NOOOO!

I've got to make sure nobody accidentally blows her fool head off and--

YIKES!

BWOOM!

W-what the heck's going on here?

Why would anyone attack me?

I don't have a rogues' gallery or anything.

Oh!

BWOOM!

I don't make a habit of introducing myself to strange men, but I am *Fury, the Goblin Queen--*

--a proud follower of the legacy established by *Norman Osborn*, the original *Green Goblin.*

A legacy which you have chosen to *dishonor.*

Say *whaaaa--?!*

You are not an *Osborn* and have no right to the *green.*

Such heresy cannot go unpunished.

Your death will serve as a warning to others. It will be slow and painfully nasty.

Foolish little girl!

While othersss were hunting ussss, we were ssstalking you.

Furry hasss probably sssplattered urich by now.

She knows his real name?

No, Normie won't let ussss reveal ssuch sssecretsss.

By the way, I lovvvvvve your new look.

Very fashionable.

It can also be quite functional--

KRRRRRAK!

--at times like *this*--!

A blackout.

Very amusing.

Almost asss amusing as your schoolgirl crush on Normie.

Did you really think it wasss possible for a grown man to fall in love with a sssixteen-year-old child?

Normie may be a bit of a psycho--

--but he isss no cradle-robber.

You can't let him rattle you.

You need to focus on your *spider-sense.*

It warns you of danger--

--and can zero in on it!

KWAM! KWAM!

Well done, my dear.

I keep forgetting that you are not your father. He couldn't ssssense me like you can.

He would also ruin the moment with hisss inane wisecracksss--

KWAM!
KWAM!
KWAM!

SHRRRRRRRRRRRAK!

...and there are timesss when ACTIONSSS ssspeak louder than wordsss!

Hoo-boy!

ENOUGH!

--

P-please tell me that was *you*.

I sincerely wish I could.

LEAVE THIS BODY AT ONCE!

I CLAIM IT FOR MY OWN!

You may be stronger, faster and better at aerobatics than me, but I'll still find a way to win.

I love the fact that men are so delusional.

You're so easy to manipulate.

I have been trained to fight like a Goblin since birth.

You have no chance against me.

Really?

Then I have *nothing* to lose by taking a *leap of faith--!*

A-are you *suicidal?* You knocked me off my glider and may have doomed us both!

Geeeee--!

Hope not.

I was really counting on this skylight and your super-strength to cushion our fall.

You can't intimidate me, Venom. No matter what you say, I know that you could never defeat my father--

--and you won't beat ME!

KWAM! KWAM!

K-keep fighting, May!

D-don't ever stop!

I need you, May. Together we can--

Bwaaaa-Haaa!

You alwaysss fall for that trick.

You're almost as bad as poor Normie--

--who ssstill believes he can free himself.

I may have underestimated you, so I'm going to dispense with my usual preliminary torture--

-rand the time has come for you to DIE!

To Be Concluded!

Hi, everybody. It's time to pull out one of my favorite snapshots from the old photo album to illustrate another installment of...

SPIDER-GIRL AND HER AMAZING FRIENDS

PHIL URICH

AKA: Uncle Phil

HOMETOWN: Forest Hills, Queens, NY

KNOWN RELATIVES: Meredith "Aunt Merry" Urich (his wife), Kenny and Nancy (his older brother and sister-in-law) and Tommy, Stephen, Andrew and Carolyn (three nephews and a niece). His parents are also still alive, but I only know them as Mr. and Mrs. Urich.

DISTINGUISHING MARKS: He has a small, manly scar under his left eye. (A souvenir from a battle he has never discussed with me.)

OCCUPATION: A forensic scientist who works for the New York City Police Department. (He actually works in the same lab as my dad.)

CURRENT ALIAS: The Green Goblin

FORMER ALIASES: Uncle Phil has been trying to be a super hero ever since he briefly became the Green Goblin while taking a break from college. He's had a bunch of other identities--like the Blue Wail and Golden Goblin--that are best forgotten.

GROUP AFFILIATION: As the Green Goblin, Uncle Phil is currently a member of the Warriors, a team that also includes Darkdevil, the Buzz and the Ladyhawk twins.

FAVORITE MOVIES: *The Rock*, *The Mummy* and *The Good, the Bad and the Ugly*. (He also collects DVDs that start Abbott & Costello, The Marx Brothers and The Three Stooges.)

FAVORITE AUTHORS: Nelson DeMille and Michael Connelly.

FIRST MEETING: Uncle Phil has been a friend of the family for as long as I can remember.

HIS BEST FEATURE: Uncle Phil is an eternal optimist and he believes that the good guys are always destined to win. He's the first one who supported me when I decided to become Spider-Girl, and I'll always love him for that.

HIS WORST FEATURE: He tends to bite off a lot more than he can chew, and I'm afraid that he's going to get himself killed someday.

SPIDER-GIRL

FINAL BATTLE!

L, HERO!

What a difference a day makes!

In less than twenty-four hours you went from celebrating the engagement of *Normie Osborn* to *Brenda "Raptor" Drago*--

--to watching *Fury, the Goblin Queen* crash the party and merge *Normie* with the *Venom symbiote*--

--to racing a mortally wounded *Darkdevil* to *Avengers Mansion*--

--to being cornered in a warehouse by *Mr. Wonderful!*

But that's the biz when your name is *May "Mayday" Parker*--

--and you are the daughter of *Spider-Man.*

Excellent!

We feared you wouldn't sssurvive our attack.

How sweet!

I didn't know you cared.

We don't.

Only Normie doesss.

We can hear him groveling in our sssubconsciousss, pleading for your miserable life.

He will be ssso devastated when we sssuck the marrow from your corpse.

Now *there's* an image I could have done without.

By the way, I notice your left hand is exposed.

Of course, I intend to inflict even more *damage.*

You and your pal *Fury* are going to pay for what you've done to *Normie* and *Darkdevil.*

I-if my Uncle Phil is *harmed--*

Be asss *uselesssss* asss you were when I murdered *Darkdevil?!*

That's the hand you *burnt* when you impaled *Darkdevil.* I hate to sound petty--

--but I really hope he HURT you!

You'll do *what--?!*

Venom doesn't realize that Darkdevil's still *alive--*

--and *Doc Magus* will find a way to revive him.

Darkdevil has to survive--

--and he *will!*

You ssshould add *Phil Urich* to the list--

--because *Fury* plansss to kill him for masquerading asss the *Green Goblin.*

ABANDON ALL HOPE!

I CLAIM THIS HUMAN SHELL FOR ALL ETERNITY.

Ooooookay. I always assumed old hornhead was part *demon*, but give me a break.

You're the expert here, *Doctor Strange.* How do we proceed?

A conventional exorcism is the obvious course of action, but *Darkdevil* is too weak--

--and there may be *more* to this case than meets the eye.

We have to look *deeper.*

Much deeper.

Are you suggesting a *"house call"?*

Droll, Dormagus.

Very droll.

If you don't like that one, you'll really hate...*Astrals Away!*

Sigh. I really must design a spell to prevent you from sharing such comments.

Hi-ho! Hi-ho! It's off to work we go!

Did you know Normie'sss a closet *Disney* fan?

Ownsss every film, even those lame direct-to-DVDsss.

That'sss sssomething he only ssshared with *Brenda*.

Lucky her.

You trying to make me jealous?

Won't work.

She's his fiancée, and I'm just his friend.

But you wanted to be *more*.

ssstill do.

Normie knowsss.

ZEEEEEE

Oh, great! Your cell phone--!

Like you really have time to answer it.

You need to prevent these chunks of debris from raining down on the streets below--

--and rescue *Phil* from *Fury*--

--and find a way to drive the *symbiote* off of--

Heyyyy!

You suddenly pray that *Phil Urich* truly deserves to be the new *Green Goblin*--

--because his rescue may be a little *delayed!*

KWA-WAKK

Looks like they store dummies here.

An appropriate place for you to die.

Tell me the truth, whoever you are--*was* ***Norman*** *under a psychiatrist's care when he allowed you to replace him?*

You are an absolute disgrace to the proud ***Goblin*** legacy.

Some legacy! Normie's grandfather was a psychopath with delusions of grandeur--

--and you're even ***worse,*** Fury.

At least Osborn was ***crazy.***

What's your excuse?

Normie wanted to make amends for all the crimes the ***Osborns*** had committed over the years--

--and I swore I'd make him PROUD!

A stun pumpkin?

How adorable!

I'm afraid you *lied,* my friend.

You failed Normie...and yourself.

In the future, *if you have one,* always go for the *kill*...or don't bother going at all.

G-good tip.

I'll try to remember it.

You people need to get *out* of here--

--and I mean NOW!

Ohmigosh! I-it's that *Venom* creature!

Really? He don't look so tough.

That's 'cause I'm *Spider-Girl*, Einstein.

Who you kiddin'? Everybody knows Spider-Girl got a *red* and *blue* costume.

SSShe got tired of heading the worst-dressed list and decided to upgrade.

Y-you're... Venom!

Good guesssss. You win a quick but *painful* death.

Leave him alone!

Your fight is with me.

It wassss--

--until *you* involved these innocentsss.

SWAKK!

Like I can't figure out *why* you led me into a bakery!

You deliberately put these people at risk--

--and must accept responsibility for their sssufferingsss.

D-Don't let him do this, Normie!

Y-You have to *stop* him.

Foolish little girl! Normie cannot resist usss.

We are *Venom* and--

WHA--what MADNESSSS isss thisss?!?

N-Normie--?

Normie!

I knew you were down there somewhere and would never stop fighting!

I-it wasss only a momentary lapse. We will reestablish dominance--

--And BLOOD will flow!

Whoa! The stuff that goes on in the minds of people you think you know.

Do you find these surroundings *disturbing*, Dormagus?

A little.

Darkdevil is apparently a *city boy* at heart...and not too *happy* about it.

I'm guessing a tough childhood.

Careful, Dormagus. That was almost insightful.

RRRRRRRRR

Nice.

I'm suddenly seeing a lot of demand for that *comment-preventing* spell and--*wait!* Do you hear an *engine running?*

RRRRRRRR

Those avatars--!

One is an ancient spirit of vengeance and the other--

--is the ghost of a well-known costumed adventurer.

I guess this explains how Darkdevil got his look, but I still don't understand how--

Uh-oh! I just spotted a third entity!

Who the heck are you--

--and how'd you end up in this condo for the corporeal-impaired?

My real name's not important. All you need to know is that this is my body and I need your help to get the others back in line.

I assume you wish to reestablish a balance that once existed.

Something like that.

You mind telling me how the other two ended up here?

I was dying and someone--I guess you could call him a friend--tried to save me.

"Long story short, I was given the powers of a demon and the soul of a hero.

"Everything was just fine until Venom almost killed me--

"--and the trauma upset our delicate equilibrium."

There's a good chance we can exorcise both Zarathos and Daredevil. We can cure you and give you a shot at a real life.

Forget it! I tried a real life once and it wasn't all it's cracked up to be. I'd rather be Dark-devil.

B-But you're just a kid--!

Back off, magic boy! I'm probably older than you are. I know what I want...and who I am.

TWAMM!

You can't beat the two of us, Venom.

Normie's fighting on the inside and I'm pounding your outside.

If you and Norman are sssuch a good team, why wasss he keeping ssssecretsss from you?

He lied when he told you that hisss recent dip in Goblin juice didn't affect him--

KWAK!

--but you already sssuspected asss much.

I...I *trust* Normie and *UUFT*

Fool! He wasss alwaysss going to betray you.

By first marrying Brenda and then using hisss new powersss to--

SHUT UP!

I won't listen to your lies.

I know the real Normie and he would never--

ZEEEEEE

ZEEEEEE

Don't you just hate it when a cell phone ringsss in the middle of a movie or--even worse--a fight?!?

There ought'a be a law.

Do you want to answer it? It might be Daddy.

You do know that he never thought you were worthy of his webs.

Especially now that he finally hasss a ssson.

Of course, maybe Brenda isss checking up on you.

How can you pretend to be the poor woman'sss friend when you keep trying to sssteal her fiance?

T-That... isn't...true.

I sssuppose it no longer mattersss.

I'm about to do you the biggest favor of your life.

I will bring you and Normie together in a bond much ssstronger and more permanent than any marriage.

We ssshall all be one--

--and live HAPPILY ever after!

What a disappointment!

I assumed you'd be at least a *minor challenge*, but I almost feel like a schoolyard bully.

You have no super-strength and very little combat experience.

Fighting you is a waste of my time and effort.

I'm going to remove your mask before I kill you--

--because you don't deserve to die as a *Goblin!*

Do you have a wife and family?

W-Why do you care?

I don't.

I just want to remind you of all the *grief* your death will cause.

Maybe I'll make the effort to learn your *real name*--

--and pay a *condolence call* on your widow.

Y-You're *pathetic*, Fury...and you really don't get me.

I've spent most of my life waiting for a chance to prove that I can make it as a *hero*--

--and do my part to protect the people I love.

I'd rather die than let a nutcase like you stop me.

ZTT

Nice speech... and the *dying* part will come true.

The *stopping me* part...*not so much.*

To make it easier for your loved ones to identify you, I'm going to flay the skin off every inch of your body... except your *face* and *hands.*

Sounds like an awful lot of work.

How's about I just make my last-minute escape--

--and leave you a little something to remember me by!

Are you deliberately *trying* to antagonize me?

Nope, just taking your *advice*--

"--How'd I *do*, teach?"

WABWOOM!

Keep fighting usss, SSSpider-Girl!

The greater your ssstruggle, the more we will sssavor our triumph.

I know you can hear me, Normie.

We need to team up against this monster.

It's the only way we can beat it.

You're wasting your breath, little girl.

I'm counting on you, Normie.

Normie--?

N-Normie--?!

He cannot resist our dominance.

Neither can YOU!

GILLPP!

One Parker down and three to go.

SSShould I start with Peter, Mary Jane or their little--

→ULPPPP←

SQUAWWOOSH!

W-WE DID IT, NORMIE!

WE MANAGED TO POOL OUR STRENGTH--

--AND RIP FREE!

Pay attention, Magus--it's my *choice.*

My LIFE!

Being Darkdevil is not *what* I *do.* It's *who* I *am.*

Okay, okay--I hear you.

Hands off the ectoplasm!

You down with the kid's decision, Strange?

Strange--?!

There he is--!

Great!

Just great!

And *he* calls *me* impetuous!

Stand back, dweller of darkness! I will not allow this noble spirit to be tormented by one such as you.

YOU SHOULD HAVE HEEDED MY WARNINGS, MAGICIAN. LEAVE THIS REALM AT ONCE OR SUFFER VENGEANCE ETERNAL.

In the name of the eternal Vishanti who have forsaken me, I shall not falter.

Terrific! How can we reach that avatar while these idiots are blocking our way?

Just leave it to me, Magus, and--

--hang loose!

Oh, maa-aaan!

Tell me you did not just *Lois Lane* me, dude.

You're agile enough to be a distant relation of *Spider-Girl*.

Something like that.

How you doing, pal?

I'm suddenly feeling a whole lot *better*.

Shall we join forces and restore the balance to our private little universe?

I'm with you.

OH, NO!

NO!

NOOOOOOOOOOOOO!

Yes!

I...I... still live... but that deranged lunatic...must have destroyed himself...

Tell me something, Fury...

You ever get tired of being wrong?

BOO!

You look positively exhausted, lady.

Why don't you take a little nap while we wait for the police?

THWAKK!

There's only room for one *Goblin* in this town--

--and that'd be *me*.

Officer, did you just get a report of an explosion on 40th Street near Fifth Avenue?

Yeah, well, sorry about that.

This is the *Green Goblin*--*Yes, I'm serious*--and I need a pickup for a super-villain.

An ambulance for me would also be nice.

T-There's no rush, but you might have to wake me up when you arrive.

Odd! The symbiote looks so weak and helpless in this form.

Yeah, Normie... like *anthrax* can be mistaken for *baby powder.*

You sure we gathered all the pieces?

Yes, I was connected long enough to know it's all here.

Shove it into the oven!

The heat should keep it inert until we can contact the *Avengers* or *Fantastic Five* to arrange a pickup.

NO.

EXCUSE ME--?!? Are you out of your ever-lovin' mind?

The symbiote and I have talked... and we've come to terms.

Now that I've established dominance, it has promised to obey me.

ZEEEEEE

I know what I'm doing. Anyone with enough strength of will to beat the *Osborn* curse can certainly control a simple alien symbiote.

Normie, this is completely *insane* and--

ZEEEEEE

You need to trust me...and *please* answer your phone.

All right, but this conversation *isn't* over...

Where have you *been*, Spider-Girl?

I've been calling for hours.

Everyone's gathered at *Avengers Mansion* and we're about to launch a massive manhunt for--*WHAT?!*

H-How can it be *over?*

I-is Normie all right?

C-Can I speak to him?

I'm *fine*, Brenda-- *honest!*

Please thank everyone for me.

You can also tell them that *Spider-Girl* saved me--

"--and the symbiote will never *menace* anyone else!"

THE END... for now!

64 5

Sal Buscema

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